

F9500002373

**The
Gross
Steinway
& Bennett**

A PROFESSIONAL CORPORATION

Attorneys & Counselors at Law

39150 Telegraph Road
Suite 444
Birmingham, Michigan 48025-
4519

Tel: 810/645-1700
Fax: 810/645-8205

**Barry A. Steinway
David J. Bennett
Elana Koopmans Schwartz**

*Certified Public Accountant

*Also Licensed in Florida

**David J. Steinway
David L. Steinway
Ol' Cousin
Morton Friedman**

March 20, 1995

Secretary of State
Corporate Records Bureau
Division of Corporation
409 East Gaines Street
Tallahassee, Florida 32399

100001441211
-03/28/95--01045--012
*****70.00 *****70.00

**RE: APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
NATIONAL EXPOSITION SERVICE, INC.**

Dear Sir/Madam:

W95-6816

Enclosed herewith please find Application by Foreign Corporation for Authorization to Transact Business in Florida along with our check in the amount of \$70.00 representing the filing fee as well as the original Certificate of Good Standing for National Exposition Service, Inc.

Please process in your usual manner and return the acknowledgement by the Secretary of State to the undersigned upon filing.

Thank you for your cooperation in this matter. If you should have any questions regarding the foregoing, please do not hesitate to contact me.

Very truly yours,

THAV, GROSS, STEINWAY & BENNETT, P.C.

Barry A. Steinway

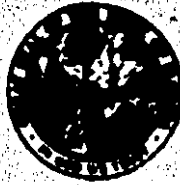
BAS:lf

Enclosures

cc: National Exposition Service, Inc., ATTN: Mr. Michael Chaitin (w/encl.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR 25 PM 1:25

LC
5/15



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1995

**BARRY A. STEINWAY
THAV, GROSS, STEINWAY & BENNETT
30150 TELEGRAPH ROAD, SUITE 444
BIRMINGHAM, MI 48025-4519**

**SUBJECT: NATIONAL EXPOSITION SERVICE, INC.
Ref. Number: W95000006816**

We have received your document for NATIONAL EXPOSITION SERVICE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 495A00014003

**Thav
Gross
Steinway
& Bennett**

A PROFESSIONAL CORPORATION

Attorneys & Counselors at Law

30150 Telegraph Road
Suite 444
Birmingham, Michigan 48025-
4519

Tel: 810/645-1700
Fax: 810/645-8305

Charles R. Thav*
Kenneth L. Gross
Barry A. Steinway
David J. Bennett
Ellen Koopmans Sch. artr.

* Certified Public Accountant
* Also Licensed in Florida

David J. Berman
David E. Birstandig

Of Counsel
Morton Friedman

May 9, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ATTN: Mr. Lee Rivers
Document Examiner

RE: **NATIONAL EXPOSITION SERVICE, INC.**
REFERENCE NO.: **W95000006816**

Dear Mr. Rivers:

Please be advised that we are general counsel to National Exposition Service, Inc., a Michigan corporation. Accordingly, enclosed herewith please find the Affidavit of Michael Chaitin, President of National Exposition Service, Inc., correcting the date on which business first was transacted in the State of Florida. As a result of this Affidavit, it is my understanding that the Application will be accepted and that the filing fee of \$70.00 will be accepted as satisfactory.

If you should have any questions with regard to the foregoing, please do not hesitate to contact me.

Very truly yours,

THAV, GROSS, STEINWAY & BENNETT, P.C.

Barry A. Steinway

BAS:lf
Enclosures

CAWP60DATA\NATIONAL\CORRESP\FLO\LEE.RIV

cc: National Exposition Service, Inc., ATTN: Mr. Michael Chaitin

AFFIDAVIT

STATE OF MICHIGAN)
)SS.
COUNTY OF OAKLAND)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 15 PM 3:25

MICHAEL CHAITIN, being first duly sworn deposes and says as follows:

1. I am the President of National Exposition Service, Inc., Michigan corporation.
2. The Application by Foreign Corporation for Authorization to Transact Business in Florida as filed by National Exposition Service, Inc. is erroneous as to Paragraph 6 thereof, the correct date the Corporation began transacting business or conducting its affairs in Florida is March, 1995 when the Corporation entered into a Lease Agreement for premises in the State of Florida.
3. Prior to 1995, the Corporation did not transact business or conduct its affairs in Florida as defined in Section 607.1501 or 617.1501 Florida statutes.

FURTHER, YOUR DEPONENT SAYETH NOT.

Michael Chaitin
MICHAEL CHAITIN

Subscribed and sworn to before me
this 5th day of May, 1995.

Donna J. Gustinis
Notary Public, **DONNA J. GUSTINIS**
Oakland County, Michigan
My Commission expires: 4-17-98
CAWP60DATA\NATIONAL\AGREEMENT\FLO3AFFL\MIC

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. National Exposition Service, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Michigan
(State or country under the law of which it is incorporated)

3. _____
(FEI number, if applicable)

4. June 21, 1982
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. December, 1994
(Date first transacted business in Florida. (See section: 607.1501, 607.1502 and 817.156, F.S.))

7. _____
403 Midland, Detroit, Michigan 48203
(Current mailing address)

8. Conduct business of providing exposition services to shows and conventions.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation . Florida, 33324
(Zip Code)

10. Registered agent acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

C T CORPORATION SYSTEM

Sharon L. Gahlau
(Registered agent's signature) (Officer)

Sharon L. Gahlau, Asst. Vice President
(Type Name and Title of Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 24 5 PM 3:25

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Michael S. Chaitin

Address: 403 Midland, Detroit, Michigan 48203

Director: Barbra Chaitin

Address: 403 Midland, Detroit, Michigan 48203

Director: Michael S. Chaitin

Address: 403 Midland, Detroit, Michigan 48203

Director: Irwin I. Chaitin

Address: 403 Midland, Detroit, Michigan 48203

B. OFFICERS

President: Michael S. Chaitin

Address: 403 Midland, Detroit, Michigan 48203

Vice President: Barbara Chaitin

Address: 403 Midland, Detroit, Michigan 48203

Secretary: Irwin I. Chaitin

Address: 403 Midland, Detroit, Michigan 48203

02/27/95 13:59 FAX 1 313 635 8265
FEB-17-1995 09:41 CT CORP

THAT CROSS ET AL

ALL

P. 2

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. X Michael S Chaitin, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael S. Chaitin, President
(Typed or printed name and capacity of person signing application)



Michigan Department of Commerce

Lansing, Michigan

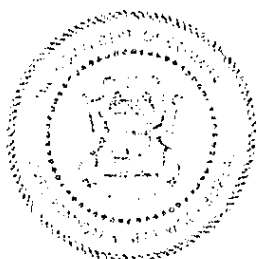
This is to Certify That

NATIONAL EXPOSITION SERVICE, INC.

was validly incorporated on July 1, 1946, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 15 PM 3:26



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 21st day of February, 1995.

Carl L. Lipp , Director
Corporation & Securities Bureau