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CT CORPORATION SYSTEM

Requestor's Name
660 EAST JEFFERSON STREET

Address
TALLAHASSEE FL 32301 222-1092
City State Zip Phone

500001501975
-05/31/95--01045--020
*****70.00 *****70.00

CORPORATION(S) NAME

Em Sales Corp.

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DIVISION OF CORPORATION

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- Limited Liability Company
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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

Director: Richard Parkes
Chairman:

Address: 9 Imperial Landing.
Westport, CT 06880

Director: Vice Chairman: Joel Mallin

Address: 106 Central Park South
New York, New York 10019

Director: Scott Dunn

Address: 126 Drake Smith Lane
Rye, New York 10580

Director:

Address:

B. OFFICERS

President: R. Parkes

Address: 9 Imperial Landing
Westport, Connecticut 06880

Vice President: J. Bernal

Address: 8035 S.W. 107th Avenue, #224
Miami, Florida 33173

Secretary:

Address:

Vice President: Stanley Scheinman
P.O. Box 202
Salisbury, CT 06068

Controller: R. Morin
5597 Pacific Boulevard, Apt. 3416
Boca Raton, Florida 34333

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Treasurer: Scott Dunn

Address: 126 Drake Smith Lane

Rye, New York 10580

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Scott Dunn, Treasurer
(Typed or printed name and capacity of person signing application)

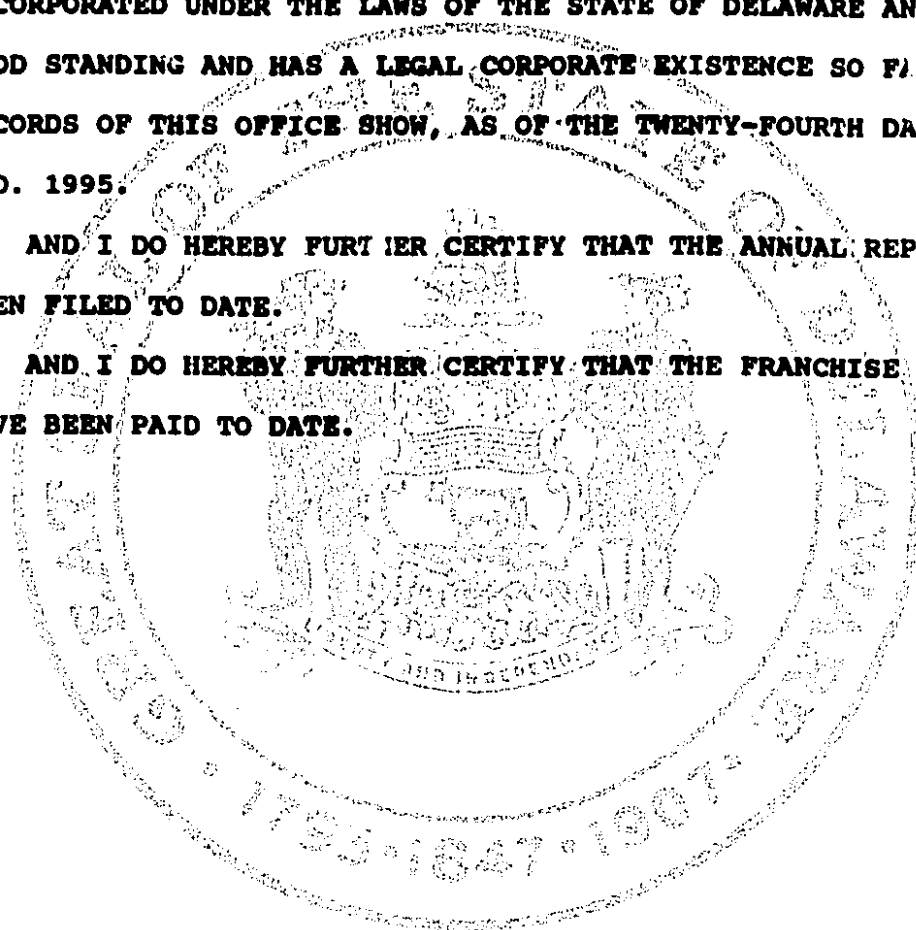
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ERN SALES CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF MAY, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Edward J. Freel

Edward J. Freel, Secretary of State

2324735 8300

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AUTHENTICATION:

DATE:

7516098

05-24-95