

F95000003605

COMEDCO, INC.

MIRNIT PARK, SUITE 271
433 PLAZA RIAL
BOCA RATON, FLORIDA 33432
TELEPHONE (407) 997-0000
FAX (407) 305-3250

May 31, 1995

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Authorization for foreign corporation to transact business

Dear Sir or Madam:

W95-00011356

The enclosed Application by Foreign Corporation for Authorization to Transact Business in Florida, Certificate of Existence and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return a certified copy of the authorization to:

400001541524
-07/19/95--01067--001
*****70.00 *****70.00

Mirkin & Woolf, P.A.
1700 Palm Beach Lakes Blvd, #580
West Palm Beach, FL 33401
Attn: Mark H. Mirkin, Esquire.

Thank You.

Very truly yours,

Stacey L. Interlandi
Stacey L. Interlandi
Corporate Secretary

95 JUL 26 PM 11:14
DIVISION OF STATE
CORPORATIONS

/sli

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 1, 1995

STACEY L. INTERLANDI
COMEDCO, INC.
433 PLAZA REAL, SUITE 271 (MIZNER PARK)
BOCA RATON, FL 33432

SUBJECT: COMEDCO, INC.
Ref. Number: W95000011356

We have received your document for COMEDCO, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

As COMEDCO, INC., a Florida corporation, filed articles of dissolution with this office on March 3, 1995, COMEDCO, INC., a Delaware corporation, must obtain an affidavit signed by an officer of the dissolved Florida corporation permitting the use of the corporate name, pursuant to s.607.1405(4), F.S.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Lee Rivers
Document Examiner

Letter Number: 095A00027487

COMEDCO, INC.

July 25, 1995

MIZNER PARK, SUITE 271
433 PLAZA REAL
BOCA RATON, FLORIDA 33432
TELEPHONE (407) 997-0000
FAX (407) 305-3250

Division of Corporations
Attn: Freda
409 East Gaines Street
George Firestone Building
Tallahassee, FL 32399

Via Federal Express

Dear Freda:

Per our conversation enclosed please find the original Certificate of Good Standing for Comedco, Inc.

It is my understanding from you that this is the last item needed to issue the Authorization to conduct business in Florida, that we applied for.

It is also my understanding that you do not need the affidavit referred to in your letter as we waited the 120 days as required.

I would appreciate your assistance in expediting this matter and would appreciate if you would call me with any problems.

Very truly yours,


Stacey L. Interlandi
Corporate Secretary

/sli
encl.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA

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

RECEIVED
DEPARTMENT OF STATE
JUL 26 PM 12:14

1. Comedco, Inc.
(Name of Corporation)
2. Delaware
(State of Incorporation)
3. 13-2090354
(FEI number)
4. April 3, 1995
(Date of Incorporation)
5. Perpetual
(Duration)
6. N/A
(Date first transacted business in Florida)
7. 433 Plaza Real #271, Boca Raton, FL 33432
(Address)
8. Conduct any lawful business and engage in any lawful activity
(Purpose(s) of corporation authorized in home state to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: William M. Kirschner
Office Address: 433 Plaza Real #271
Boca Raton, Florida 33432

10. Registered Agent's 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.


William M. Kirschner

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

Name: William M. Kirschner
Address: 433 Plaza Real #271
Boca Raton, FL 33432

Name: Theodore London
Address: 7900 Glades Road Suite 640
Boca Raton, FL 33434

Name: _____
Address: _____

Name: _____
Address: _____

B. OFFICERS

Chairman Name: William M. Kirschner
Address: 433 Plaza Real, Suite 271
Boca Raton, FL 33432

President Name: Theodore London
Address: 7900 Glades Road Suite 640
Boca Raton, FL 33434

CS
Corporate Secretary Name: Stacey Interlandi
Address: 433 Plaza Real, Suite 271
Boca Raton, FL 33432

Name: _____
Address: _____

13. 
(Signature of Chairman)

14. William M. Kirschner
(Typed name of Chairman)

*Note: Titles added
per phone conversation
w/ S. Interlandi
7/26/95.
-LR*

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMEDCO, INC." 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 JULY, 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.

SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 55 JUL 26 PM 12:15



Edward J. Freel

Edward J. Freel, Secretary of State

2428594 8300

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AUTHENTICATION: 7582615

DATE: 07-24-95