

F9600000536

(516) 747-8877  
TELEFAX (516) 747-8741

HARVEY W. SPIZZ\*  
MITCHELL J. COOPER

GAIL BEICHMAN LOGLISCI  
GEORGE C. ZAFERIOU

\* ALSO ADMITTED IN FLORIDA

January 11, 1996

OF COUNSEL  
DONALD G. COHEN, P.A.  
2300 GLADES ROAD  
SUITE 203 EAST  
BOCA RATON, FLORIDA 33431  
(407) 361-3100  
TELEFAX (407) 392-9111  
MITCHELL M. GANS

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

400001691954  
-01/18/96--01058--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Macrocare Medical Products, Ltd.

Dear Sir/Madam:

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 all correspondence concerning this matter to the following:

George C. Zaferiou, Esq.  
Spizz & Cooper  
114 Old Country Road  
Mincola, NY 11501

W96-1402

Should you need to call someone concerning this matter, please call: George C. Zaferiou at (516) 747-8877.

Very truly yours,

George C. Zaferiou

GCZ:ds  
Enclosure

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -7 AM 8:31



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

January 18, 1996

**GEORGE C. ZAFERIOU  
SPIZZ & COOPER  
114 OLD COUNTRY RD.  
MINEOLA, NY 11501**

**SUBJECT: MACROCARE MEDICAL PRODUCTS, LTD.  
Ref. Number: W96000001402**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB - 1 AM 8:32**

We have received your document for MACROCARE MEDICAL PRODUCTS, LTD. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

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.

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) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 396A00002345

*Spizz & Cooper*  
ATTORNEYS AT LAW  
*114 Old Country Road*  
*Minerva, N.Y. 11501*

(516) 747-8877  
TELEFAX (516) 747-8741

HARVEY W. SPIZZ\*  
MITCHELL J. COOPER

GAIL REICHMAN LOGLIBCI  
GEORGE C. ZAFERIOU

\* ALSO ADMITTED IN FLORIDA

January 29, 1996

OF COUNSEL  
DONALD G. COHEN, P.A.  
2300 GLADES ROAD  
SUITE 203 EAST  
BOCA RATON, FLORIDA 33431  
(407) 361-3100  
TELEFAX (407) 392-0111

MITCHELL M. GANS

Ms. Jennifer Sindt  
Florida Department of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Macrocare Medical Products, Ltd.

Dear Ms. Sindt:

I am returning herewith your letter dated January 18, 1996 with the Application by Foreign Corporation For Authorization to Transact Business in Florida, together with an affidavit of David Bensol, the chairman of the Board of Directors of the Corporation.

Please notify me if anything else is needed to qualify this Corporation in Florida.

Very truly yours,

  
George C. Zaferiou

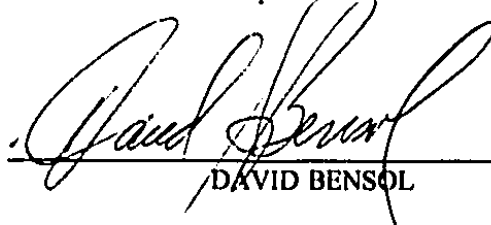
GCZ:ds  
Enclosure

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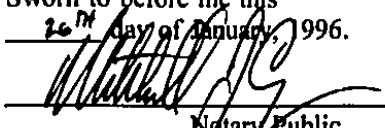
STATE OF NEW YORK       )  
                                  ) SS.:  
COUNTY OF NASSAU       )

DAVID BENSOL being duly sworn deposes and says that:

1. I am the Chairman of the Board of Directors of Macrocare Medical Products, Ltd. a New York Corporation.
2. I have reviewed Florida Statute 607.1501 entitled "Authority of Foreign Corporation to Transact Business Required."
3. Erroneous information was listed on the application.
4. 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.
5. I make this affidavit to request an abatement of the \$1000 civil penalty and the \$200 annual report fees imposed in connection with the Florida qualification of Macrocare Medical Products, Ltd.

  
\_\_\_\_\_  
DAVID BENSOL

Sworn to before me this  
26<sup>th</sup> day of January, 1996.

  
\_\_\_\_\_  
Notary Public  
MITCHELL J. COOPER  
Notary Public, State of New York  
No. 52-4719325  
Qualified in Suffolk County  
Commission Expires March 30, 1996

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**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:**

1. Macrocare Medical Products, Ltd., 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. New York  
(State or country under the law of which it is incorporated)
3. 11-3200408  
(FEI number, if applicable)
4. March 4, 1994  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. July 1, 1995  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2154 Newbridge Road  
Bellmore, N.Y. 11710  
(Current mailing address)
8. To manufacture, prepare, buy, sell, deal in, trade in, lease, and license medical equipment  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of import and export Florida)
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Donald G. Cohen

Office Address: 2300 Glades Road

Boca Raton, Florida, 33431  
(Zip Code)

**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.*

  
(Registered agent's signature)

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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: David Bensol

Address: 2164 Newbridge Road, Bellmore, NY 11710

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: David Bensol

Address: 2154 Newbridge Road, Bellmore, NY 11710

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

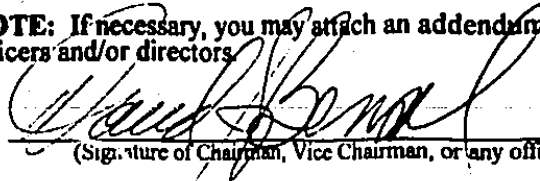
Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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. David Bensol, Chairman  
(Typed or printed name and capacity of person signing application)

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**State of New York  
Department of State**

**ss:**

I hereby certify, that the certificate of incorporation of MACROCARE MEDICAL PRODUCTS, LTD. was filed on 03/04/1994, under the name of DP MEDICAL PRODUCTS, LTD., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify that I find the following:

A Certificate of Amendment DP MEDICAL PRODUCTS, LTD., changing name to MACROCARE MEDICAL PRODUCTS, LTD., was filed 03/10/1994.

I further certify, that no other certificates have been filed by such corporation.

\*\*\*



*Alfred F. Treadwell*

Secretary of State

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