

F96000001603

JAMES P. HINES
RANDY MILLER
CHRISTOPHER H. NORMAN
JAMES P. HINES, JR.

TAXATION
CORPORATION & BUSINESS LAW
ESTATE PLANNING & ADMINISTRATION

HINES & ASSOCIATES, P.A.
ATTORNEYS AT LAW

HYDIE PARK PROFESSIONAL CENTER
315 SOUTH HYDIE PARK AVENUE
TAMPA, FLORIDA 33606

(813) 251-8659
FAX (813) 254-6153

March 20, 1996

VIA FEDERAL EXPRESS

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

Re: E & F Universal, Inc.

500001754625
-03/22/96--01079--008
****122.50 ****122.50

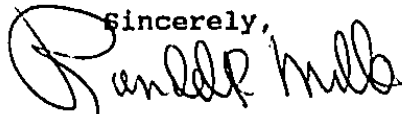
W96-6340

Dear Sir/Madam:

Please find enclosed an Application by Foreign Corporation for Authorization to Transact Business in Florida on behalf of the above-referenced corporation. Also enclosed is an original Certificate of Existence which has been authenticated by the Delaware Secretary of State as well as our firm's check in the amount of \$122.50 to cover the cost of filing the application and obtaining a certified copy.

Please return the original certified copy to the address indicated above as soon as possible.

Sincerely,



Randell Miller

RM/bja
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 29 PM 12:16

mtm



FLORIDA DEPARTMENT OF STATE

Sundra B. Mortham
Secretary of State

March 25, 1996

HINES & ASSOCIATES, P.A.
% RANDELL MILLER
315 SOUTH HYDE PARK AVENUE
TAMPA, FL 33606

SUBJECT: E&F UNIVERSAL, INC.
Ref. Number: W96000006340

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 29 PM 12:16

We have received your document for E&F UNIVERSAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We require a certificate of good standing not a certificate of incorporation. You would need to contact your Secretary of State in Delaware to obtain such a certificate.

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

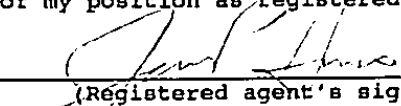
If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 696A00013467

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

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

1. E&F Universal, 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. Delaware
(State or country under the law of which it is incorporated)
3. 65-0641248
(FEI number, if applicable)
4. January 26, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 1, 1996
(Date first transacted business in Florida.)
7. 16-101 Royal Palm Way
Boca Raton, Florida 33432
(Current mailing address)
8. Construction, mining, telecommunications
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: James P. Hines
Office Address: 315 S. Hyde Park Avenue
Tampa, Florida 33606
(Zip Code)
10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above named corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I agree to comply with the provisions of all statutes relating 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 which it is incorporated.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
56 MAR 29 PM 12:16

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: Frank Fischbach

Address: 16-101 Royal Palm Way, Boca Raton, Florida 33432

Vice Chairman: _____

Address: _____

Director: Frank Fischbach

Address: 16-101 Royal Palm Way, Boca Raton, Florida 33432

Director: Alfonso Noto

Address: 3318 Dewey Street, Tampa, Florida 33607

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96MAR29 PM 12:16

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

President: Edward McCarthy

Address: 2225 East 131st Avenue, Suite 3301, Tampa, Florida 33612

Vice President: Frank Fischbach

Address: 16-101 Royal Palm Way, Boca Raton, Florida 33432

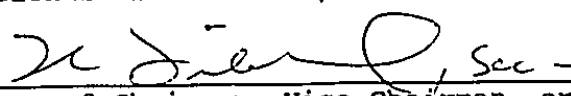
Secretary: Frank Fischbach

Address: 16-101 Royal Palm Way, Boca Raton, Florida 33432

Treasurer: Alfonso Noto

Address: 3318 Dewey Street, Tampa, Florida 33607

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

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

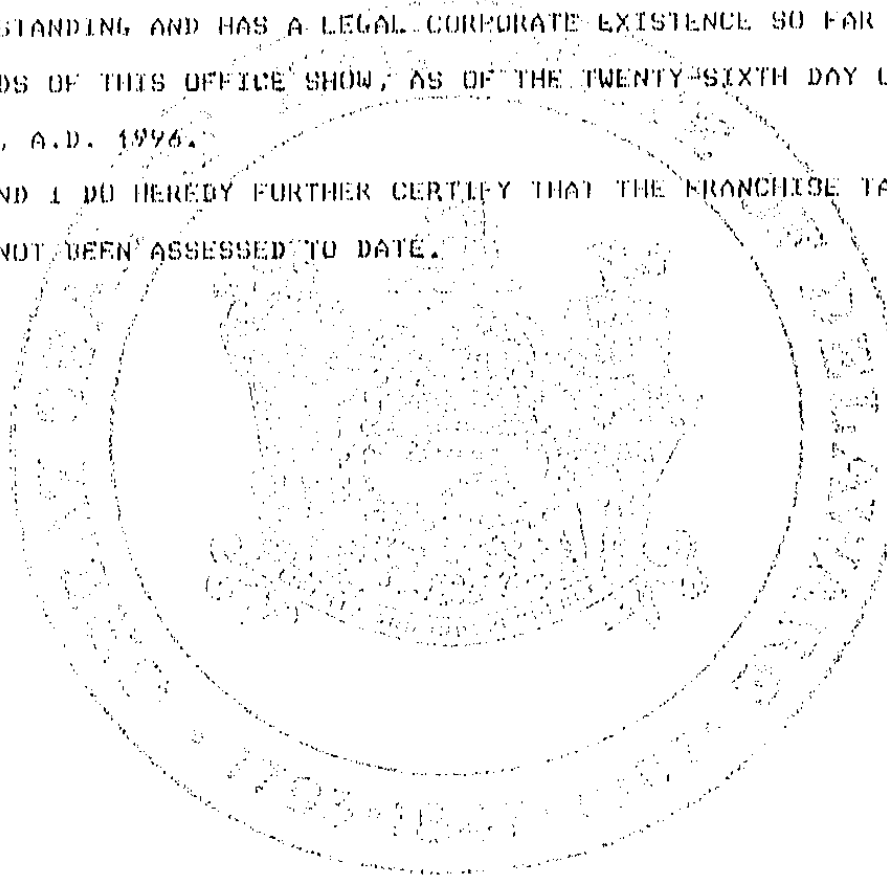
14. Frank Fischbach, Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "E & F UNIVERSAL, 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-SIXTH DAY OF MARCH, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 29 PM 12:16



Edward J. Freel

Edward J. Freel, Secretary of State

2585852 8309

960087551

AUTHENTICATION: 7882822

DATE: 03-26-96