F96000002486

5/15/96 FLORIDA DIVISION OF CORPORATIONS 12:52 PM
PUBLIC ACCESS SYSTEM
(((H96000006883))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: ATLAS, PEARLMAN, TROP & BORKSON, P.A
PO BOX 14610
FT LAUDERDALE FL 33302-4610
CONTACT: KATHY E RASLER
PHONE: (305) 763-1200
FAX: (305) 523-1952

(((H96000006883))) DOCUMENT TYPE: FOREIGN PROFIT QUALIFICATION
NAME: HIREL HOLDINGS, INC.

FAX AUDIT NUMBER: H96000006883
DATE REQUESTED: 05/15/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: $122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 12:52:20
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076247002423

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.
(((H96000006883)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
[#1] ¤ COMPUSERV¤ MENU ¤ 0:02:46¤ 01:02p¤ Capture Off

W96-10386

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 15 PM 1:33

LC 5/17

RECEIVED
96 MAY 15 PM 2:10
DIVISION OF CORPORATIONS

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

H96000006883

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. HIREL HOLDINGS, 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. Applied for
(FEI number, if applicable)

4. May 1, 1996
(Date of incorporation)

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

6. Upon date of authorization pursuant to this Application.
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 15 PM 1:33

7. 19599 Northeast 10th Avenue, Suite A
North Miami Beach, Florida 33179
(Current mailing address)

8. To engage in any and all lawful business permitted under the laws of the US and Florida
(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: John F. LaTorre

Office Address: 19599 Northeast 10th Avenue, Suite A

North Miami Beach, **Florida**, 33179
(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.

H96000006883

(Registered agent's signature)

ROXANNE K. BEILLY #851450
~~ATLAS, PEARLMAN, ET AL~~
200 E. Las Olas, Ste. 190
Ft. Lauderdale, FL 33301
(954) 766-7843

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.

H96000006883

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: Vincent Montalione

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

Vice Chairman: ______

Address: ______

Director: Gregory S. Fenech

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

Director: Vincent Fagnani, Jr.

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 3:3

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

President and Chief Executive Officer: Vincent Montelione

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

Vice President of Operations: Gregory S. Fenech

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

Secretary: Vincent Montelione

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

Treasurer: Vincent Montelione

Address: 19599 Northeast 10th Avenue, Suite A, North Miami Beach, Florida 33179

(See attachment for additional Vice Presidents)

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. Chairman of the Board, Chief Executive Officer and President
(Typed or printed name and capacity of person signing application)

H96000006883

Attachment to Application By Foreign Corporation For Authorization to Transact Business in Florida

Item 12.B.

Ronald P. Chabis 19599 Northeast 10th Avenue Suite A North Miami Beach, Florida 33179	Vice President of Engineering
Vincent P. Fagnani, Jr. 19599 Northeast 10th Avenue Suite A North Miami Beach, Florida 33179	Vice President of Sales and Marketing
Dennis E. Nelson 19599 Northeast 10th Avenue Suite A North Miami Beach, Florida 33179	Vice President of Administration

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 15 PM 1:33

98/4874.100/61356.1

H96000006883

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIREL HOLDINGS, 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 NINTH DAY OF MAY, 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 MAY 15 PM 1:33

H96000006883

Edward J. Freel, Secretary of State

AUTHENTICATION: 7940085

DATE: 05-09-96

2619358 8300

960135319