

F96000003234

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DIAMSA, INC.
(Name of corporation - must include suffix)

400001875504
-06/25/96--01145--001
*****70.00 *****70.00

Dear Sir or 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:

Mr. Avery W. Rapaport
(Name of Person)

DIAMSA, INC.
(Firm/Company)

3149 John P. Curci Drive, Building 1-A, Bay 2-A
(Address)

Pembroke Park, Florida 33009
(City/State/Zip)

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Should you need to call someone concerning this matter, please call:

Avery W. Rapaport
(Name of Person)

at (954) 964 - 5585
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

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

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

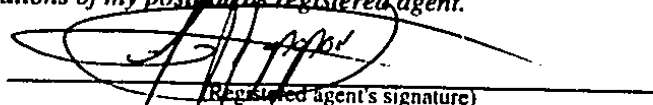
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:*

1. DIAMSA, 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 3. _____
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. May 10, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Will begin operations in June 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____ 3149 John P. Curci Dr. Building 1-A Bay 2-A
Pembroke Park, Florida 33009
(Current mailing address)
8. Import - Export of Product and any Legal Buisness Transactions
(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: Avery W. Rapaport

Office Address: 3149 John P. Curci Drive, Building 1-A, Bay 2-A
Pembroke Park, _____, Florida, 33009
(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.

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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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Perla R. Hoffman

Address: 300 High Point Drive, PH 13

Hartsdale, N.Y. 10530

Director: Phillis Sachar

Address: 48 King David Towers

10 Uri Street, Tel Aviv, Israel

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

President: Avery W. Rapaport

Address: 19370 Collins Avenue, # 323C

North Miami Beach, FL 33160

Vice President: _____

Address: _____

Secretary: Richard E. Hoffman

Address: 300 High Point Drive, PH 13

Hartsdale, N.Y. 10530

Treasurer: Richard E. Hoffman

Address: 300 High Point Drive, PH 13

Hartsdale, N.Y. 10530

NOTE
office

you may attach an addendum to the application listing additional

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Chairman, Vice Chairman, or any officer listed in number 12 of the application)

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Rapaport - President

Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIAMSA, 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 MAY, A.D. 1996.

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

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7959701

05-24-96