

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: SPEZIALI, GREENWALD, KUENY & HAWKINS, P.C.

(Name of corporation - must include suffix)

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:

STEVEN BROWNING

(Name of Person)

SPEZIALI, GREENWALD, KUENY & HAWKINS

(Firm/Company)

6925 LAKE ELLENOR DRIVE SUITE 600

(Address)

ORLANDO, FLORIDA 32809

(City/State/Zip)

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TALLAHASSEE, FLORIDA

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FILED

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

STEVEN BROWNING

(Name of Person)

at (407) 240-8200

(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. SPEZIALI, GREENWALD, KUENY & HAWKINS, P.C.
(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 JERSEY
(State or country under the law of which it is incorporated)
3. 22-3454762
(FEI number, if applicable)
4. JULY 16, 1996
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. JULY 16, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.))
7. 6925 LAKE ELLENOR DRIVE SUITE 600
ORLANDO, FLORIDA 32809
(Current mailing address)
8. ATTORNEYS AT LAW
(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: STEVEN BROWNING

Office Address: 6925 LAKE ELLENOR DRIVE SUITE 600

ORLANDO

, Florida , 32809

(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 SPEZIALI

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034

Vice Chairman: LOUIS GREENWALD

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034

Director: BERNARD KUENY III

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034

Director: JOANNE HAWKINS

Address: 6925 LAKE ELLENOR DRIVE SUITE 600
ORLANDO, FLORIDA 32809

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

President: DAVID SPEZIALI

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034

Vice President: LOUIS GREENWALD

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034


Secretary: BERNARD KUENY III

Address: 1040 KINGS HIGHWAY NORTH SUITE 405
CHERRY HILL, NEW JERSEY 08034

Treasurer: JOANNE HAWKINS

Address: 6925 LAKE ELLENOR DRIVE SUITE 600
ORLANDO, FLORIDA 32809

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. JOANNE HAWKINS
(Typed or printed name and capacity of person signing application)

FILED
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STATE
SECRETARY
TALLAHASSEE, FLORIDA

NEW JERSEY SECRETARY OF STATE

OFFICE OF THE SECRETARY OF STATE, 100 WALL STREET, NEW YORK, N.Y. 10038

I, THE SECRETARY OF STATE OF THE STATE OF NEW JERSEY, DO HEREBY CERTIFY THAT THE RECORDS OF THIS OFFICE SHOW THAT THE CHARTER AUTHORITY OF THE ABOVE NAMED BUSINESS WAS FILED TO THIS OFFICE ON JULY 16, 1996.

I FURTHER CERTIFY THAT TO FAR AS THE RECORDS OF THIS OFFICE SHOW, SAID BUSINESS HAS NOT BEEN DISSOLVED, CANCELLED, OR WITHDRAWN, NOR HAS ITS CHARTER AUTHORITY BEEN VOIDED/REVOKED FOR NON-PAYMENT OF STATE TAXES OR PENALTIES. IT NOW CONTAINS TO MAINTAIN ACTIVE STATUS WITHIN THE STATE OF NEW JERSEY. AT THE TIME OF THE ISSUANCE OF THIS CERTIFICATE, ANNUAL REPORTS ARE CURRENT.

I FURTHER CERTIFY THAT THE LOCATION OF THE REGISTERED OFFICE IS

1040 KINGS HIGHWAY STE 40

CHERRY HILL

NJ 08034

AND THE REGISTERED AGENT IS DAVID A SPEZIALI ESQ.

AUG. 09, 1996



David A. Spezial