



1201 HAYS STREET  
TALLAHASSEE, FL 32304-6607  
904/222-0100  
904/222-0101

800-342-8086

F96000005773

ACCOUNT NO. : 072100000032

REFERENCE : 139444 4327828

AUTHORIZATION :

*Leticia Payette*

COST LIMIT : \$ 70.00

ORDER DATE : October 31, 1996

ORDER TIME : 3:09 PM

ORDER NO. : 139444-010

CUSTOMER NO: 4327828

000001995380--1

CUSTOMER: Warren D. Hayes, Sr, Esq  
Alley Maass Rogers & Lindsay,  
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

FOREIGN FILINGS

NAME: SCAD COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED  
96 NOV -4 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 NOV -4 PM 3:45  
DIVISION OF CORPORATION

*11/4*

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Scad Company

(Name of corporation)

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:

Warren D. Hayes, Sr.

(Name of Person)

Alley, Maass, Rogers & Lindsay, P.A.

(Firm/Company)

321 Royal Poinciana Plaza

(Address)

Palm Beach, FL 33480

(City, State and Zip Code)

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

Warren D. Hayes, Sr.

(Name of Person)

at ( 561 ) 659 - 1770

Area Code & Daytime Telephone Number

### COURIER ADDRESS:

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

### MAILING ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

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

1. Scad Company LTD.  
(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. Cayman Islands  
(State or country under the law of which it is incorporated)
3. Applied for  
(FEI number, if applicable)
4. 3-3-96  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. 10-28-96  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o Howard Silverman, 100 Bayport Lane  
Great Neck, NY 11023  
(Current mailing address)
8. All lawful purposes  
(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:  
Name: Warren D. Hayes, Sr.  
Office Address: 321 Royal Poinciana Plaza  
Palm Beach, Florida, 33480  
(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.*  
Warren D. Hayes, Sr.  
(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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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

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

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

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

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

Director: Howard Silverman

Address: 100 Bayport Lane

Great Neck, NY 11023

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

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

B. OFFICERS

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

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

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

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

Secretary: Campbell Secretaries Ltd.

Address: P.O. Box 268

Grand Cayman, Cayman Islands

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

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

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

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

14. Howard Silverman, Director  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CR-58681

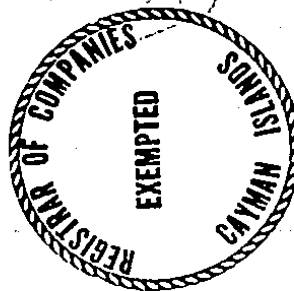
# Certificate of Good Standing

TO WHOM IT MAY CONCERN

I DO HEREBY CERTIFY that

**SCAD COMPANY LTD.**

a company duly organized and existing under and by virtue of the Laws of The Cayman Islands is at the date of this certificate in Good Standing with the office, and duly authorized to exercise therein all the powers vested in the company.



Given under my hand and Seal at George Town in the  
Island of Grand Cayman this Twenty-Ninth Day of October  
One Thousand Nine Hundred Ninety-Six

*[Signature]*  
An Authorised Officer,  
Registry of Companies,  
Cayman Islands, B.W.I.

SECRETARY OF STATE  
LAHASSEE, FLORIDA