

DEC-06 1996 FROM: XL CORP & RESEARCH R12-431-1441

TO: FLA FAXING

PRVAT

F96000006367

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH
PHONE: (212) 431-5000
(212) 431-1441

FAX #:

NAME: CHESTER DIX WILLISTON CORP.

AUDIT NUMBER.....H96000017089

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 DEC -6 AM 10:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 807.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CHESTER DIX WILLISTON CORP.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. November 26, 1996
(Date of Incorporation)
4. Perpetual
(Duration)
5. _____
(Federal Employer Identification number, if applicable)
6. Upon Filing
(Date first transacted business in Florida. See sections 807.1501, 807.1502, and 817.155, F.S.)
7. 32 Lockerman Square-Suite L-100, Dover, DE 19901
(Current mailing address)
8. to own and operate real estate
(Brief description of the nature of the business in which it is engaged in the state of Florida)
9. Names and addresses of officers and or directors:

A. Directors:

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Irwin Reicher

Address: 135 Jericho Turnpike

Old Westbury, NY 11568

Director: Grace Altadonna

Address: 135 Jericho Turnpike

Old Westbury, NY 11568

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Blumberg & Associates, 62 White St., NY, NY 10013, 212-431-5000

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B. Officers:

President: Irwin Reicher
 Address: 135 Jericho Turnpike
Old Westbury, NY 11568

Vice President: Grace Altadonna
 Address: 135 Jericho Turnpike
Old Westbury, NY 11568

Secretary: Grace Altadonna
 Address: 135 Jericho Turnpike
Old Westbury, NY 11568

Treasurer: _____
 Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: BlumbergExcelsior Corporate Services, Inc.
 Office Address: 4435 Old Winter Garden Road
Orlando, Florida 32802
 Zip Code

11. 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: _____

Marc Moel, Assistant Secretary

12. 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.

13. _____
 (Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

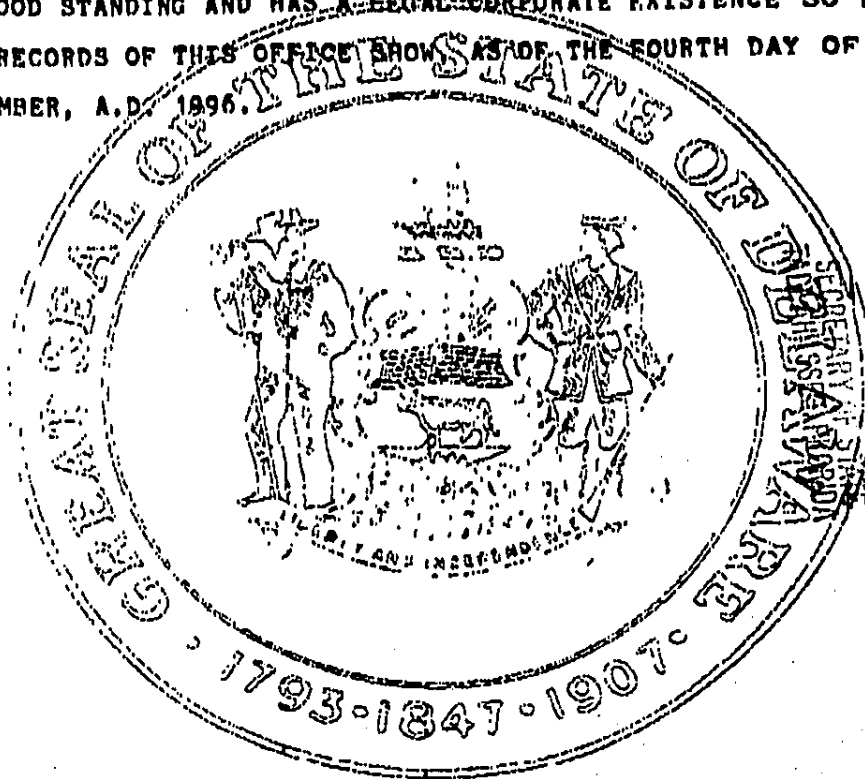
14. Irwin Reicher
 (Name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

H96000017089

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHESTER DIX WILLISTON CORP." 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 FOURTH DAY OF DECEMBER, A.D. 1996.



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FILED

BlumbergExcelsior
62 White St
New York, NY 10013
212-431-5000

2688442 R300

960353274



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

8220132

DATE:

12-04-96

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