

CORPORATE
ACCESS,
INC.

1116 Thomas Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 1666 (32316-1666) (904) 22-2000 or (800) 969-1666, Fax (904) 22-1666

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1.) Alliance Publishing Group, Inc.
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

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DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. Alliance Publishing Group, 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. New Jersey

(State or country under the law of which it is incorporated)

3. 22-2534177

(FEI number, if applicable)

4. May 29, 1984

(Date of incorporation)

5. Perpetual

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

6. Upon registration

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 280 Midland Avenue

Saddle Brook, NJ 07663

(Current mailing address)

8. Manufacture, licensing, and distribution of art products, prints,

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

novelty products for comics, cards and other publications and other related

9. **Name and street address of Florida registered agent:** lawful business purposes as
permitted under the laws of the state
of Florida.

Name: Vincent Sorrentino

Office Address: 1407 North Riverhills Drive

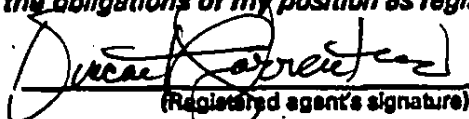
Tampa

, Florida , 33617

(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:**A. DIRECTORS**

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____
_____Director: Henry Rose (aka Hank Rose)Address: 280 Midland AvenueSaddle Brook, NJ 07663Director: Alan GordonAddress: 280 Midland AvenueSaddle Brook, NJ 07663**B. OFFICERS**President: Alan GordonAddress: 280 Midland AvenueSaddle Brook, NJ 07663Vice President: Henry Rose (aka Hank Rose)Address: 280 Midland AvenueSaddle Brook, NJ 07663Secretary: Henry Rose (aka Hank Rose)Address: 280 Midland AvenueSaddle Brook, NJ 07663

Treasurer: _____

Address: _____

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.**Henry Rose, Director

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

State of New Jersey



SECRETARY OF STATE
TREASURY BUILDING
ALBANY, N.Y. 12219

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Department of State

ALLIANCE PUBLISHING GROUP, INC.

I, the Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that the records of this office show that the charter of the above-named corporation was filed in this office on the 29th day of May A.D. 1984 and so far as the records of this office show, said corporation has never been dissolved by action of its stockholders, nor has its charter been voided for non-payment of State taxes by Proclamation and now continues as an existing corporation within the State of New Jersey. At the time of issuance of this certificate Annual Reports are current.

I FURTHER CERTIFY, that the location of the registered office is 280 Midland Avenue, Saddle Brook, New Jersey 07663 and the registered agent is Hank Rose.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
my Official Seal at Trenton this
10th day of December A.D. 1996.

Jonas R. Hooley

SECRETARY OF STATE

