



# F97000005809

File  
2nd

ACCOUNT NO. : 072100000032  
REFERENCE : 582940 4301763

AUTHORIZATION : *Patricia Pyjunt*  
COST LIMIT : \$ 70.00

ORDER DATE : October 29, 1997

ORDER TIME : 10:16 AM

ORDER NO. : 582940-010

CUSTOMER NO: 4301763

CUSTOMER: Barbara Toffler, Legal Asst  
Parker Chapin Flattau & Klimpl  
1211 Avenue Of The Americas

New York, NY 10036

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DIVISION OF CORPORATIONS  
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W47-24839

FOREIGN FILINGS

500002334895--1

NAME: SUN MULTIMEDIA ADVISORS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

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Name conflict  
P97-83170



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 31, 1997

CSC

**RESUBMIT**

SUBJECT: SUN MULTIMEDIA ADVISORS, INC.  
Ref. Number: W97000024839

Please give original  
submission date as file date.

We have received your document for SUN MULTIMEDIA ADVISORS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6095.

Jennifer Sindt  
Document Examiner

Letter Number: 797A00052986

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STATE OF NEW YORK )  
 ) SS.:  
 COUNTY OF NEW YORK )

Barbara Toffler, being duly sworn, deposes and says that she is the Incorporator of Sun Multimedia Advisors, Inc., a corporation organized under the laws of the State of Florida on September 25, 1997; that said Corporation has voluntarily been dissolved and has no intention of being reinstated in the State of Florida.

Barbara Toffler  
 Barbara Toffler, Incorporator

Subscribed and sworn to before me  
 this 3rd day of November, 1997.

Suzanne J. Madonia  
 Notary Public

SUZANNE J. MADONIA  
 Notary Public, State of New York  
 No. 01MA5039931  
 Qualified in Richmond County  
 Commission Expires March 6, 1999

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 DIVISION OF CORPORATE AFFAIRS  
 97 OCT 31 PM 4:03

**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. Sun Multimedia Advisors, 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. Applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 30, 1997 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 777 S. Flagler Dr., West Tower  
West Palm Beach, FL 33401  
(Current mailing address)
8. To manage investments and any activities incidental thereto.  
(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: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(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.*

Corporation Service Company  
By: [Signature]  
(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: \_\_\_\_\_

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

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

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

Director: \_\_\_\_\_ Rodger R. Krouse

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

Director: \_\_\_\_\_ Marc J. Leder

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

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

President: \_\_\_\_\_ Rodger R. Krouse

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

Vice President: \_\_\_\_\_ Marc J. Leder

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

Secretary: \_\_\_\_\_ Marc J. Leder

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

Treasurer: \_\_\_\_\_ Rodger R. Krouse

Address: \_\_\_\_\_ 777 S. Flagler Dr., West Tower

West Palm Beach, FL 33401

**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. Marc J. Leder, Vice President

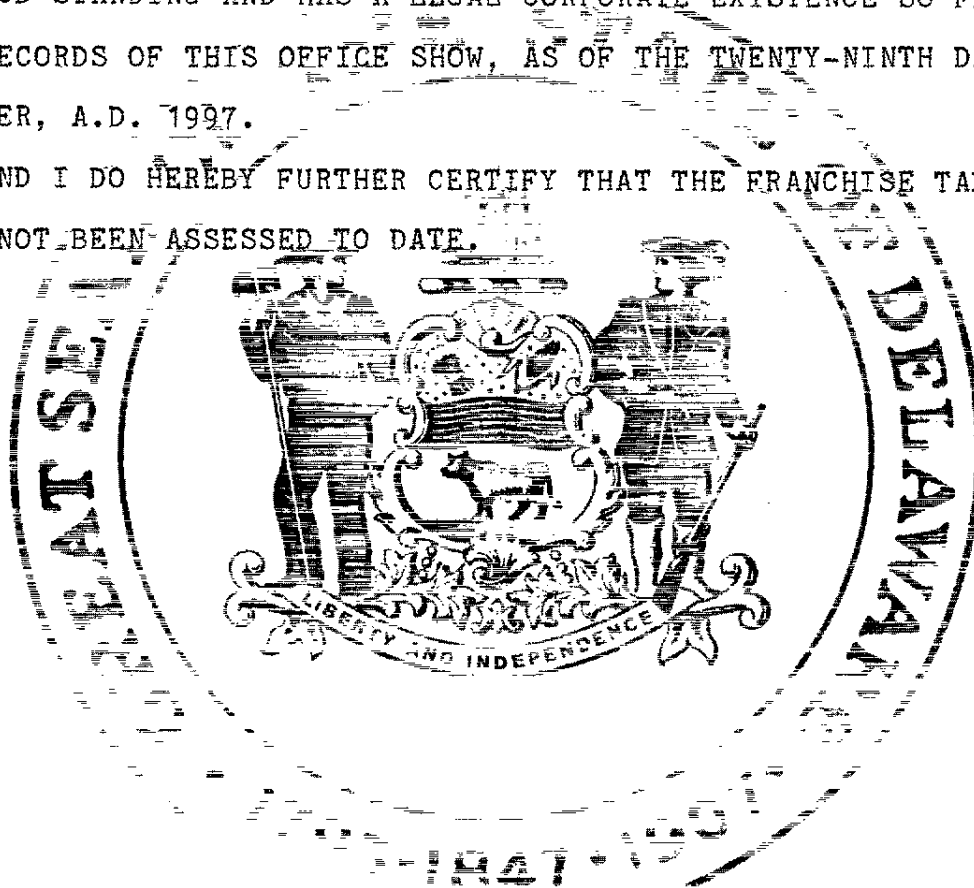
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS  
97 OCT 31 PM 4:08

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUN MULTIMEDIA ADVISORS, 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-NINTH DAY OF OCTOBER, A.D. 1997.

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



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8729855

DATE: 10-29-97