

# F970000006278

## TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

400002358004--2  
-11/26/97--01081--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Monocle Management, Ltd., Inc.  
(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:

Linda Parzygnat

(Name of Person)  
Alley, Maass, Rogers & Lindsay, P.A.

(Firm/Company)

1600 SE 17th Street, Suite 404

(Address)

Fort Lauderdale, FL 33316

(City, State and Zip Code)

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

Linda Parzygnat

(Name of Person)

at ( 954 ) 767 - 0215

Area Code & Daytime Telephone Number

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DIVISION OF CORPORATIONS  
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### 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. Monocle Management Ltd., 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. Maryland 3. 52-082-4985  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 9, 1967 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 17, 1997  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1040 Bayview Drive, Suite 528  
Fort Lauderdale, FL 33304-2532  
(Current mailing address)

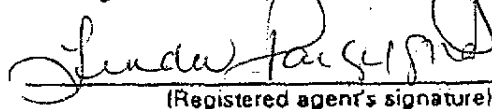
8. to transact any and all lawful business  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**

Name: Linda Parzygnat  
Alley, Maass, Rogers & Lindsay, P.A.  
Office Address: 1600 SE 17th Street, Suite 404  
Fort Lauderdale, Florida, 33316  
(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.

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

A. DIRECTORS

Chairman: Loren Simkowitz  
Address: 1040 Bayview Drive, Suite 528  
Fort Lauderdale, FL 33304-2532

Vice Chairman: Judy Simkowitz  
Address: 1040 Bayview Drive, Suite 528  
Fort Lauderdale, FL 33304-2532

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

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

B. OFFICERS

President: Loren Simkowitz  
Address: 1040 Bayview Drive, Suite 528  
Fort Lauderdale, FL 33304-2532

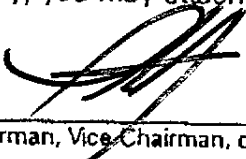
Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

Secretary: Judy Simkowitz  
Address: 1040 Bayview Drive, Suite 528  
Fort Lauderdale, FL 33304-2532

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

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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. Loren Simkowitz, Director  
(Typed or printed name and capacity of person signing application)

# STATE OF MARYLAND

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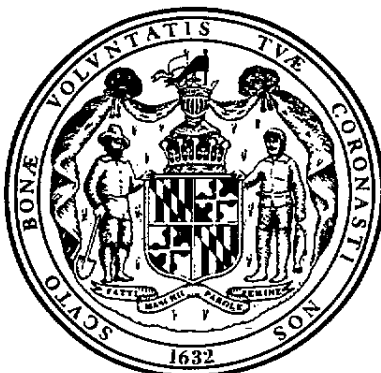
## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT MONOCLE MANAGEMENT, LTD. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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DIVISION OF CORPORATIONS  
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IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 10TH DAY OF NOVEMBER, 1997.

*Jacqueline C James*  
JACQUELINE C JAMES  
OFFICE SUPERVISOR I