

Document Number Only  
**F 98000000414**

C T CORPORATION SYSTEM  
660 East Jefferson Street  
Requestor's Name  
Tallahassee, Florida 32301  
Address  
(850) 222-1092  
City State Zip Phone

100002410291-4  
-01/23/98-01058-016  
\*\*\*\*148.75 \*\*\*\*148.75

CORPORATION(S) NAME

*AMS Equities Corp.*

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Thanks, Melanie ☺

*File 1st*

*When give limited  
to Buck Kohl.*

*Shanks Alot  
M.S.*

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

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

1. AMS Equities Corp.  
(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. 51-0378186  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 21, 1996 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 19, 1998  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o American Landmark Homes of Florida, Inc.  
1408 Westshore Boulevard, Tampa, Florida 33607  
(Current mailing address)

8. General Business Purposes  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip code)

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**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.*

Connie Bryan  
(Registered agent's signature)  
**CONNIE BRYAN**  
SPECIAL ASSISTANT SECRETARY

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: Gerald K. Drogin

Address: Lane Gate Rd., RD 3, Cold Spring, NY 10516

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

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

Director: Jonathan Zich

Address: 489 Fifth Avenue, 28th Floor, New York, NY 10017

Director: Shalom E. Lamm

Address: 489 Fifth Avenue, 28th Floor, New York, NY 10017

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

President: Shalom E. Lamm

Address: 489 Fifth Avenue, 28th Floor, New York, NY 10017

Vice President: Jonathan Zich

Address: 489 Fifth Avenue, 28th Floor, New York, NY 10017

Secretary: Gerald K. Drogin

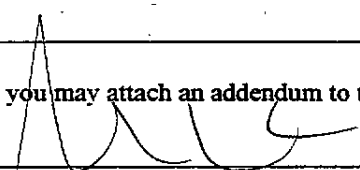
Address: Lane Gate Road, RD 3, Cold Spring, NY 10516

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)

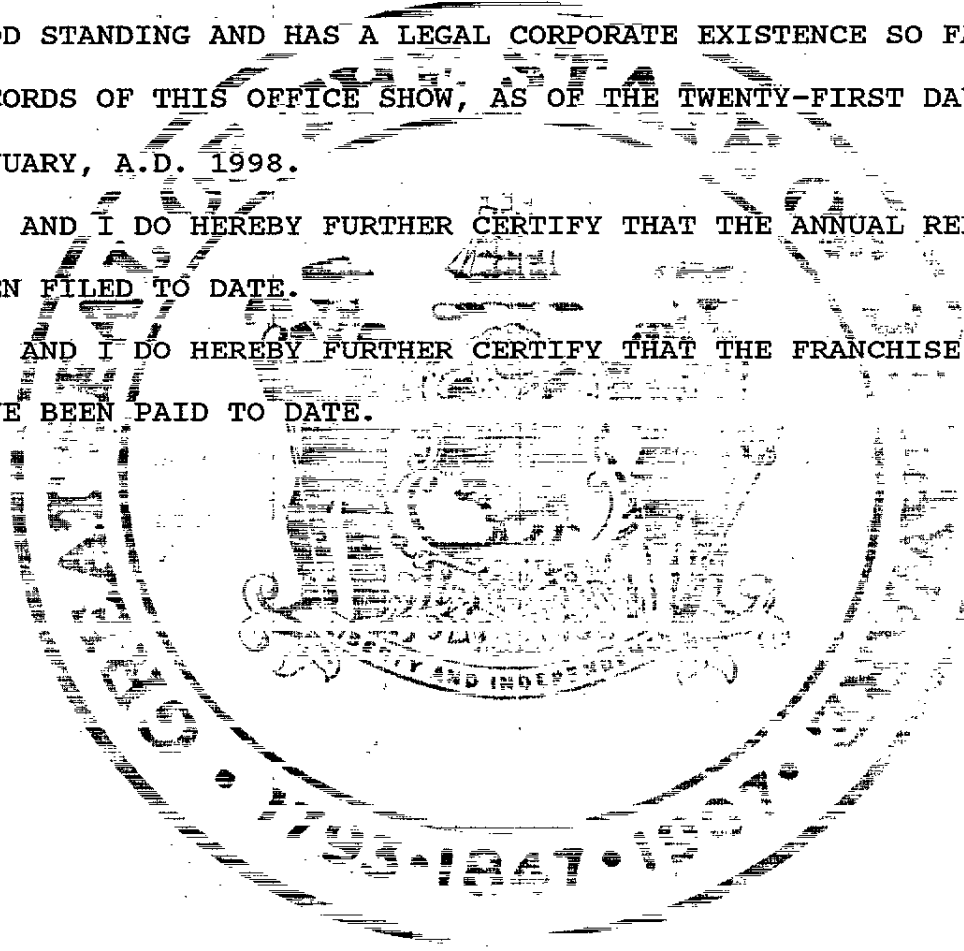
14. Jonathan Zich - Vice President  
(Typed or printed name and capacity of person signing application)

State of Delaware  
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMS EQUITIES 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 TWENTY-FIRST DAY OF JANUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8876355

DATE:

01-21-98