

F98000001811

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: THE NORTHSTAR GROUP, Inc.
(Name of corporation - must include suffix)

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.

W98-5339

Please return all correspondence concerning this matter to the following:

CHARLES D. SCHWARTZ
(Name of Person)

THE NORTHSTAR GROUP, Inc
(Firm/Company)

34 EAST PUTNAM AVE Site 109
(Address)

Greenwich, CT 06830
(City/State/Zip)

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-03/10/98--01076--002
*****78.75 *****78.75

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

CHARLES D. SCHWARTZ (203) 661-6767
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

903/13
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 AM 8:43



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1998

CHARLES D. SCHWARTZ
THE NORTHSTAR GROUP, INC.
34 E. PUTNAM AVE., STE. 109
GREENWICH, CT 06830

SUBJECT: THE NORTHSTAR GROUP, INC.
Ref. Number: W98000005339

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DIVISION OF CORPORATIONS
98 MAR 31 AM 8:43

We have received your document for THE NORTHSTAR GROUP, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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: 398A00013006



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 24, 1998

CHARLES D. SCHWARTZ
THE NORTHSTAR GROUP, INC.
34 E. PUTNAM AVE., STE. 109
GREENWICH, CT 06830

SUBJECT: THE NORTHSTAR GROUP, INC.
Ref. Number: W98000005339

We have received your resolution form; however, the name NORTHSTAR INCORPORATED is also not available for use in Florida. Please adopt another name. If you have any questions concerning name availability, please call the number listed below.

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: 598A00015577

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DIVISION OF CORPORATIONS
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RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned CHARLES D. SCHWARTZ, do hereby certify
(Name)

that this Resolution of the Board of Directors of THE NORTHSTAR
GROUP, Inc.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

was duly adopted on MARCH 27, 19 98.

Be it resolved, that THE NORTHSTAR GROUP, Inc.
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

THE NORTHSTAR GROUP OF DELAWARE, Inc. for use in Florida.

Dated: MARCH 27 1998



Signature of either Chairman, Vice Chairman or any officer

CHARLES D. SCHWARTZ

Type or print name

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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. THE NORTHSTAR 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. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/5/93 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. HAVE NOT AS OF YET
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 34 EAST PUTNAM AVENUE - SUITE 109
GREENWICH, CT 06830
(Current mailing address)
8. TR SECURITIES TRANSACTIONS - PRIMARILY BONDS
(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, Florida, 33324
(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.

Linda Weinberger
(Registered agent's signature)

LINDA WEINBERGER 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.

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DIVISION OF CORPORATIONS
98 MAR 31 AM 8:43

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: STEVEN A. O'CONNELL
Address: 24 OLD CROSS RIVER ROAD
RATONAH, N.Y. 10536

*Deputy
Managing Director*

Vice Chairman: STEPHEN S. STORRIE
Address: 12 SAW GRASS COURT
TIMONIUM, MD 21093

Managing Director

Director: CHARLES D. SCHWARTZ
Address: 20 BROOKSIDE DRIVE APT. 1-J
GREENWICH, CT 06830

Director: _____
Address: _____

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

President: STEPHEN S. STORRIE
Address: 12 SAWGRASS COURT
TIMONIUM, MD. 21093


Vice President: _____
Address: _____

Secretary: CHARLES D. SCHWARTZ
Address: 20 BROOKSIDE DR. APT 1-J
GREENWICH, CT 06830

Treasurer: CHARLES D. SCHWARTZ
Address: 20 BROOKSIDE DR. APT 1-J
GREENWICH, CT 06830

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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. CHARLES D. SCHWARTZ
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE NORTHSTAR GROUP, 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-THIRD DAY OF FEBRUARY, 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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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

8934918

DATE:

02-23-98

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