

F980000001993



ACCOUNT NO. : 072100000032

REFERENCE : 763339 1429D

AUTHORIZATION : Patricia Pignato

COST LIMIT : \$ 70.00

ORDER DATE.: March 31, 1998

ORDER TIME : 11:22 AM

ORDER NO. : 763339-005

CUSTOMER NO: 1429D

CUSTOMER: Ms. Corinne P. McClure
Cummings & Lockwood
P. O. Box 413032
3001 Tamiami Trail, North
Naples, FL 34103

000002481350--3

FOREIGN FILINGS

NAME: MELNICK VENTURES, 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: Stacy L Earnest

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 RECEIVED
 98 APR -7 PM 2:27
 98 APR -7 PM 12:09
 DIVISION OF CORPORATION
 5/4/98

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

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

1. **MELNICK VENTURES, INC.**
(Name of corporation: the word "INCORPORATED," "COMPANY," OR
"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**
(State or country under the law of which it is incorporated)

3. **February 27, 1998** 4. **Perpetual**
(Date of Incorporation) (Duration)

5. **Applied for**
(Federal Employer Identification number, if applicable)

6. **When qualified**
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. **200 L'Ambiance Circle, #105, Naples, FL 34108**
(Current mailing address)

8. **Consulting and investment management**
(Brief description of the nature of the business in which it is engaged in the state of Florida.)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **Stuart L. Melnick**

Address: **200 L'Ambiance Circle, #105**
Naples, FL 34108

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B. Officers:

President: Stuart L. Melnick

Address: 200 L'Ambiance Circle, #105
Naples, FL 34108

Vice President: _____

Address: _____

Secretary: Stuart L. Melnick

Address: 200 L'Ambiance Circle, #105
Naples, FL 34108

Treasurer: Stuart L. Melnick

Address: 200 L'Ambiance Circle, #105
Naples, FL 34108

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

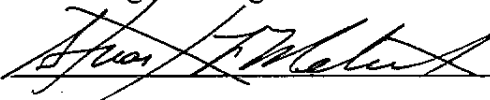
10. **Name and Street address of Florida registered agent:**

Name: Stuart L. Melnick

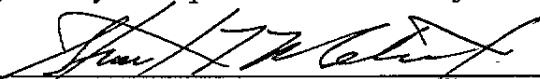
Office Address: 200 L'Ambiance Circle, #105
Naples, Florida 34108
Zip Code

11. **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: 

12. 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.

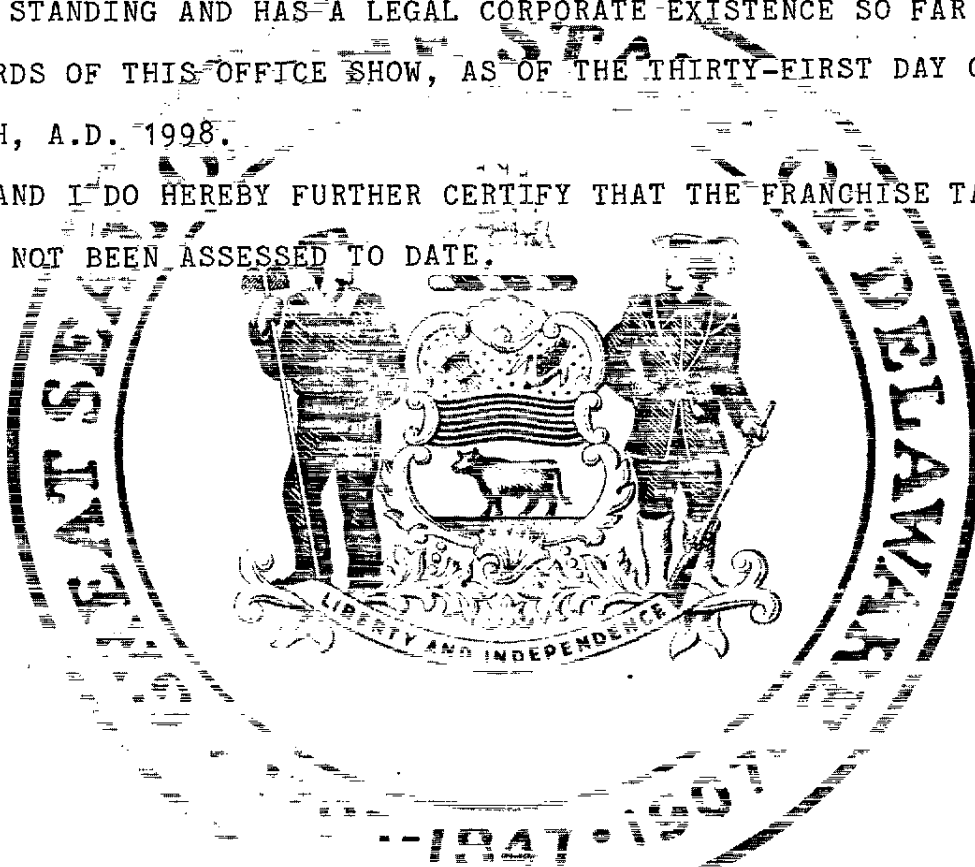
13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application.)

14. **Stuart L. Melnick, President**
(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 "MELNICK VENTURES, 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 THIRTY-FIRST DAY OF MARCH, A.D. 1998.

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



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State



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AUTHENTICATION: 9003986

DATE: 03-31-98