

F98000002054

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

500002459605-3
-03/17/98-01065-001
***70.00 ***70.00

SUBJECT: Journal of Commerce, 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.

Please return all correspondence concerning this matter to the following:

Dean Dillonair
(Name of Person)
Journal of Commerce
(Firm/Company)
445 Marshall Street
(Address)
Phillipsburg, NJ 08865
(City/State/Zip)

92410
98 APR 10 AM 11:14
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

500002459605-3
-04/10/98-01051-001
***3515.00 ***3515.00

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

Dean Dillonair
(Name of Person) at (908) 454-6238
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 17, 1998

DEAN DILLONAIRE
JOURNAL OF COMMERCE
445 MARSHALL ST.
PHILLIPSBURG, NJ 08865

SUBJECT: JOURNAL OF COMMERCE, INC.
Ref. Number: W98000005953

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 10 AM 11:14

We have received your document for JOURNAL OF COMMERCE, 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:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3515.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

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

Jennifer Sindt
Document Examiner

Letter Number: 898A00014411

**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. Journal of Commerce, 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
(State or country under the law of which it is incorporated)
3. 13-3255959
(FEI number, if applicable)
4. February 22, 1985
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 4-3-95
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. Doral Corporate Plaza, 3750 NW 87th Avenue, Suite 450, Miami, FL 33178
(Current mailing address)
8. Publication and distribution of newspaper, periodicals and electronic distribution of news.
(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: C.T. Corporation System

Office Address: 1200 South Pine Island Road
Plantation, 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.

Barbara A. Burke
(Registered agent's signature)

BABARA A. BURKE
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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Helen Alexander

Address: 2 World Trade Center, 27th Floor, New York NY 10048

Director: _____

Address: _____

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

President: Kiran Malik

Address: 2 World Trade Center, 27th Floor, New York NY 10048

Vice President: David Hanger

Address: 2 World Trade Center, 27th Floor, New York NY 10048

Secretary: Mark Harabedian

Address: 2 World Trade Center, 27th Floor, New York NY 10048

CFO ~~Treasurer~~: Mark Harabedian

Address: 2 World Trade Center, 27th Floor, New York NY 10048

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Mark Harabedian
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARK HARABEDIAN, Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 10 AM 11:14

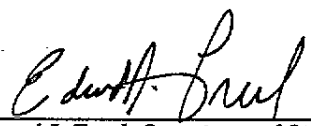
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JOURNAL OF COMMERCE, 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 FIFTH DAY OF DECEMBER, A.D. 1997.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 10 AM 11:14




Edward J. Freel, Secretary of State

AUTHENTICATION:

2055463 8300

DATE: 8794628

971406716

12-05-97