

F98000002637

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Mountain Man Engine, 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:

Patricia A. Rathburn, Esq.

(Name of Person)

Patricia A. Rathburn, P.A.

(Firm/Company)

217 N. E. 2nd Street

(Address)

Ft. Lauderdale, Florida 33301

(City/State/Zip)

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

W98-9429

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

Patricia Rathburn

at ( 954 - 764-6166 )

(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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 28, 1998

PATRICIA A RATHBURN, ESQ.  
PATRICIA A RATHBURN, P.A.  
217 N.E. 2ND STREET  
FT LAUDERDALE, FL 33301

SUBJECT: MOUNTAIN MAN ENGINE, INC.  
Ref. Number: W98000009429

We have received your document for MOUNTAIN MAN ENGINE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 798A00022885

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DIVISION OF CORPORATIONS

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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. MOUNTAIN MAN ENGINE, 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. New Jersey 3. 22300 8917  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 21, 1989 5. perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2780 Hamilton Boulevard, South Plainfield, NJ 07080  
(Current mailing address)
8. Marine consulting, sales and service  
(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: Patricia A. Rathburn Esq.
- Office Address: 217 N. E. 2nd Street  
Ft. Lauderdale, Florida, 33301  
(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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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: N. Lewis Lesser

Address: 2780 Hamilton Blvd. S. Plainfield, NJ 07080

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: Clark Deblasio

Address: 2780 Hamilton Blvd. S. Plainfield, NJ 07080

Vice President: Michael Choadack

Address: 2780 Hamilton Blvd. S. Plainfield, NJ 07080

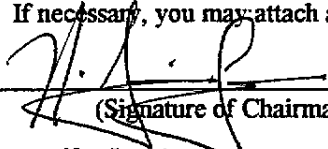
Secretary:

Address:

Treasurer:

Address:

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. N. Lewis Lesser. chairman

(Typed or printed name and capacity of person signing application)

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*STATE OF NEW JERSEY  
DEPARTMENT OF STATE  
LONG FORM STANDING WITH OFFICERS AND DIRECTORS*

*MOUNTAIN MAN ENGINE, INC.*

*I, the Secretary of State of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on September 21, 1989.*

*As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.*

*I further certify that the registered agent and registered office are:*

*N Lewis Lesser  
2780 Hamilton Boulevard  
South Plainfield, NJ 07080*

*I further certify that the incorporator is:*

*Capitol Info Service  
172 West State Street  
Trenton, NJ 08608*

*Continued on next page ...*

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STATE OF NEW JERSEY  
DEPARTMENT OF STATE  
LONG FORM STANDING WITH OFFICERS AND DIRECTORS

MOUNTAIN MAN ENGINE, INC.

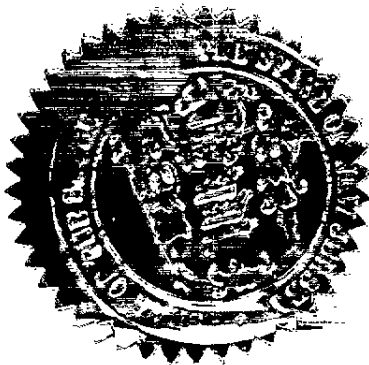
*I further certify that as of the date of this certificate,  
the following were listed as officers/directors of this  
business on the last Annual Report filed in this office on  
September 19, 1997.*

*Vice President*

Clarke Deblasio  
2780 Hamilton Blvd  
S Plainfield, NJ 07080

*Vice President*

Michael Choadack  
2780 Hamilton Blvd  
S Plainfield, NJ 07080



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IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
18th day of February, 1998

A handwritten signature in cursive script, reading "Lonna R. Hooks", is positioned above the printed name.

LONNA R HOOKS

Secretary of State