

# F9800000 2776

CAPITOL SERVICES d/b/a  
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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-05/15/98--01047--018

\*\*\*\*122.50 \*\*\*\*122.50

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. Metrix Holdings Inc. W98-11127  
(Corporation Name) (Document #)

2. \_\_\_\_\_ (Corporation Name) (Document #) 5/15

3. \_\_\_\_\_ (Corporation Name) (Document #)

4. \_\_\_\_\_ (Corporation Name) (Document #)



Walk in



Pick up time

5/15



Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

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DIVISION OF CORPORATIONS  
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32301

Examiner's Initials

**TRANSMITTAL LETTER**

**TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS**

**SUBJECT:** Metrix Holdings, Inc.  
(Name of corporation)

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:

Michael A. Barr, President

(Name of Person)

United Corporate Services, Inc.

(Firm/Company)

Ten Bank Street Suite 560

(Address)

White Plains, New York 10606

(City, State and Zip Code)

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

Michael A. Barr, Pres.

(Name of Person)

at ( 914 ) 949 - 9188

Area Code & Daytime Telephone Number

**COURIER ADDRESS:**

Qualification/Registration Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

## 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. Metrix Holdings, 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. 11-3361551

(FEI number, if applicable)

4. October 31, 1996

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1, 1998

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

7. 150 Wireless Boulevard

Hauppauge, New York 11788

(Current mailing address)

8. Any Lawful Act

(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:

Name: United Corporate Services, Inc.

Office Address: 801 N.E. 167th Street, Suite 300

North Miami Beach

, Florida , 33162

(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)

Michael A. Barr, President

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:

## A. DIRECTORS

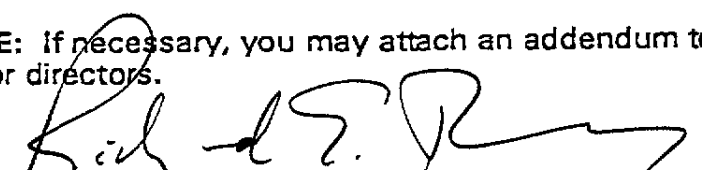
Chairman: Patrick W. A. HandrekeAddress: 150 Wireless Boulevard  
Hauppauge, New York 11788Vice Chairman: Hans-Joachim HandrekeAddress: 150 Wireless Boulevard  
Hauppauge, New York 11788Director: Michael PaceAddress: 150 Wireless Boulevard  
Hauppauge, New York 11788Director: Richard E. BurnsAddress: 220 East 42nd Street, Suite 3000  
New York, New York 10017

## B. OFFICERS

President: Michael PaceAddress: 150 Wireless Boulevard  
Hauppauge, New York 11788Chairman ~~Vice President~~: Patrick W. A. HandrekeAddress: 150 Wireless Boulevard  
Hauppauge, New York 11788Secretary: Richard E. BurnsAddress: 220 East 42nd Street, Suite 3000  
New York, New York 10017Chief Financial  
Officer:Treasurer: Edwin F. Heinen, Jr.Address: 150 Wireless Boulevard  
Hauppauge, New York 11788FILED  
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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.

Richard E. Burns  
SECRETARY

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

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "METRIX HOLDINGS, 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 TWELFTH DAY OF MAY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "METRIX HOLDINGS, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 1996.

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

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9076655

DATE: 05-12-98