

F98000002953



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 830983 80690A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 26, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 830983-005

CUSTOMER NO: 80690A

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-05/26/98 --01033--003
*****70.00 *****70.00

CUSTOMER: Adam Silverman, Esq
Breier And Seif, P.a.
Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

FOREIGN FILINGS

NAME: RANZAL & ASSOCIATES, 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: Jeanine Glisar

805/26
98 MAY 26 PM 12:57
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 26 PM 10:36
DIVISION OF CORPORATIONS

Law Offices
BREIER AND SEIF, P.A.

SUITE 1125
2800 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33134-6912

TELEPHONE (305) 445-0707
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515 NORTH FLAGLER DRIVE
NORTHBRIDGE CENTRE, SUITE 910
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TELEPHONE (561) 659-7005

ROBERT G. BREIER
EVAN D. SEIF
ALISON P. HERMAN
ADAM J. SILVERMAN
Of Counsel
DARYL B. CRAMER

May 22, 1998

Division of Corporations
409 E. Gaines Street
Old Jail
Tallahassee, Florida 32399

Dear Sir:

Enclosed herewith is the proposed Application By Foreign Corporation for Authorization to Transact Business in Florida for Ranzal & Associates, Inc. (including the Registered Agent's acceptance) together with a check in the amount of \$70.00 in payment of the requisite fees.

Upon approval, kindly return the Letter of Acknowledgment to me.

Thank you for your early attention to the foregoing.

Very truly yours,


ADAM J. SILVERMAN

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AJS:mr
Enclosures
Check \$70.00
cc: Mr. Theodore Ranzal

**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.*

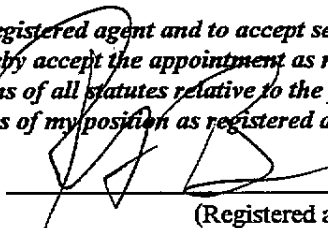
1. Ranzal & Associates, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. New York 3. 13-3879046
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/18/96 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 6/15/98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1101 Westchester Avenue, White Plains, N.Y. 10604

(Current mailing address)
8. Any lawful activity including but not limited to computer consulting.
(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: Robert G. Breier, Esq.
Office Address: 2800 Ponce De Leon Blvd., Suite 1125
Coral Gables, Florida, 33134
(Zip code)

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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.

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: Robin Ranzal

Address: 310 S.E. Mizner Boulevard, #1008

Boca Raton, FL 33432

Director: Theodore Ranzal

Address: 1101 Westchester Avenue

White Plains, N.Y. 10604

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

President: Robin Ranzal

Address: 310 S.E. Mizner Boulevard, #1008

Boca Raton, FL 33432

Vice President: Theodore Ranzal

Address: 1101 Westchester Avenue

White Plains, N.Y. 10604

Secretary: Theodore Ranzal

Address: 1101 Westchester Avenue

White Plains, N.Y. 10604

Treasurer: Theodore Ranzal

Address: 1101 Westchester Avenue

White Plains, N.Y. 10604

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. Theodore Ranzal, Director/Secretary/Treasurer/Vice President

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

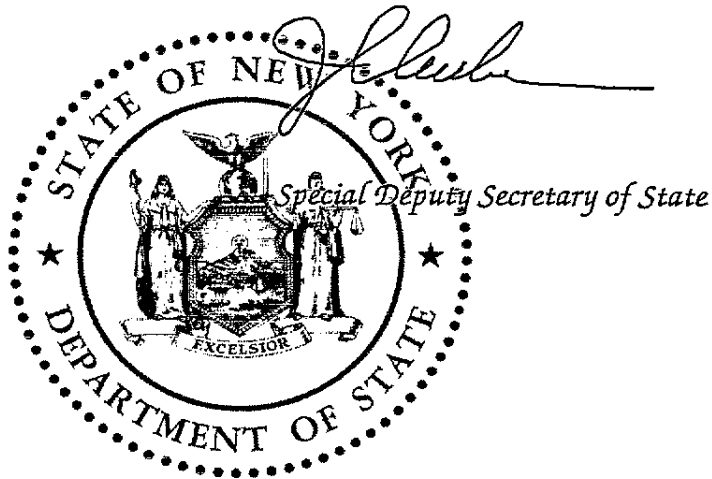
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**State of New York } ss:
Department of State**

I hereby certify, that the certificate of incorporation of RANZAL & ASSOCIATES, INC. was filed on 03/18/1996, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 19th day of May
one thousand nine hundred and
ninety-eight.*

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