

F98000002971

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ALFRED SECURITIES, 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:

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-05/26/98-01131-003 2
*****78.75 *****78.75

FRED A. CRISTENFELD
(Name of Person)

ALFRED SECURITIES, INC.
(Firm/Company)

120 BROADWAY - SUITE 7010
(Address)

NEW YORK, NY 10271
(City/State/Zip)

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

FRED CRISTENFELD at (212) 433-7808
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 26 AM 8:33

mtm
5/27

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

**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. ALFRED SECURITIES, 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. 22-2465821
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 7/22/83 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. NOT APPLICABLE - NONE
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 120 BROADWAY - SUITE 7010
NEW YORK, N.Y. 10271
(Current mailing address)

8. SECURITIES BROKER/DEALER
(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: FRED A. CRISTENFELD

Office Address: 1039 HILLSBORO HILE #23 F
HILLSBORO BEACH, Florida, 33062
(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.

Fred A. Cristenfeld
(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: ALAN E. FEITELL
Address: 250 E. 40th ST.
NEW YORK, N.Y. 10016
Vice Chairman: NONE
Address: _____

Director: ALAN E. FEITELL
Address: 250 E. 40th ST.
NEW YORK, NY 10016

Director: FRED A. CRISTENFELD
Address: 5700 ARLINGTON AVE. #15B
RIVERDALE, N.Y. 10471

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

President: FRED A. CRISTENFELD
Address: 5700 ARLINGTON AVE. #15B
RIVERDALE, N.Y. 10471

Vice President: ALAN E. FEITELL
Address: 250 E. 40th ST.
NEW YORK, N.Y. 10016

Secretary: ALAN E. FEITELL
Address: 250 E. 40th ST.
NEW YORK, N.Y. 10016

Treasurer: ALAN E. FEITELL
Address: 250 E. 40th ST.
NEW YORK, N.Y. 10016

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

13. Fred A. Cristenfeld
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. FRED A. CRISTENFELD - PRESIDENT
(Typed or printed name and capacity of person signing application)

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*STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING*

ALFRED SECURITIES, 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 July 8, 1983.

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:

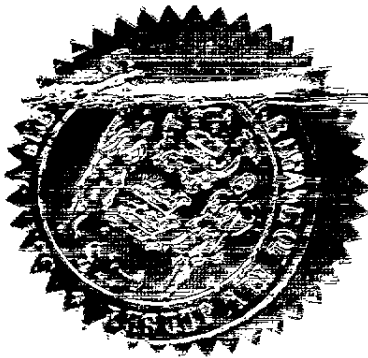
*Fred A Cristenfeld
8200 Blvd East 25 J
North Bergen, NJ 07047*

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STATE OF NEW JERSEY
DEPARTMENT OF STATE
SHORT FORM STANDING

ALFRED SECURITIES, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
12th day of March, 1998

Lonna R. Hooks

LONNA R HOOKS
Secretary of State

98 MAY 26 AM 8:34