

**Allan&James**

JAMES A. POWER, JR. *The Communications Company*

June 8, 1998  
F980000003306

Florida Department of State  
Qualification / Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

100002556401--3  
-06/11/98--01030--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Enclosed please find all required documentation to register our corporation, Allan&James, Inc., to transact business in Florida.

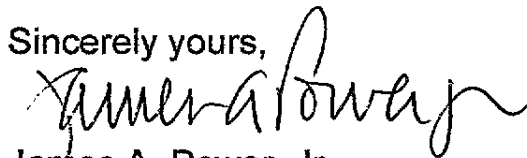
Included are:

- 1) Transmittal Letter
- 2) Application by Foreign Corporation for Authorization to Transact Business in Florida
- 3) Certificate of Existence
- 4) Check in the amount of \$78.75 to cover a) registration fee for \$70.00 and b) an additional certificate of status for \$8.75

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In the event of any further question, please contact my office at your convenience.

Sincerely yours,



James A. Power, Jr.  
President

Enclosures

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Allan & James, 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:

James A. Power, Jr.

(Name of Person)

Allan & James

(Firm/Company)

6940 SW 96th Street

(Address)

Miami, FL 33156-3041

(City, State and Zip Code)

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

James A. Power, Jr.

(Name of Person)

at ( 305 ) 667 - 1608

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

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. Allan & James, 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. EIN 65-0820764

(FEI number, if applicable)

4. January 29, 1998

(Date of Incorporation)

5. Perpetual

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

6. April, 1998

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

7. 6940 SW 96<sup>th</sup> Street

Miami, FL 33156-3041

(Current mailing address)

8. Public relations, marketing communications

(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: James A. Power, Jr.

Office Address: 6940 SW 96<sup>th</sup> Street

Miami

, Florida, 33156-3041

(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.*

James A. Power, Jr.  
(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:

A. DIRECTORS

Chairman: James A. Power, Jr.

Address: 6940 SW 96<sup>th</sup> Street  
Miami, FL 33156-3041

Vice Chairman: Allan D. Verch

Address: 425 Village Street  
Millis, MA 02054-1736

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: James A. Power, Jr.

Address: 6940 SW 96<sup>th</sup> Street  
Miami, FL 33156-3041

Vice President: Allan D. Verch

Address: 425 Village Street  
Millis, MA 02054-1736

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.

James A. Power, Jr., President  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

JAMES A. POWER, JR., President  
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALLAN & JAMES, 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 TWENTY-FOURTH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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04-24-98  
*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: