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July 10, 1998

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-07/13/98--01122--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: SPECTRUM INTERNATIONAL SALES, INC.

Enclosed herein please find an original and a copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above named California entity. Please file the document and return to me a stamped filed copy of the application Articles. Enclosed please find 1 check made payable to Florida Department of State in the amount of \$70.00 for the corporate filing fees.

Please return proof of filing to this office in the enclosed Federal Express envelope for your convenience.

Thank you for giving this matter your attention.

Very truly yours,

*Lawrence A. Kirsch*  
Lawrence A. Kirsch

LAK/ss  
Enc.

*7/14/98*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 JUL 13 AM 9:05

FILED

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. Spectrum International Sales, Inc.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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

(State or country under the law of which it is incorporated)

3. June 27, 1997

(Date of Incorporation)

Perpetual

(Duration)

5. 16-1833760

(Federal Employer Identification number, if applicable)

6. July 1, 1998

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

7. 210 John Glenn Drive, Amherst, NY 14228

(Current mailing address)

8. General merchantile, industrial, investing, trading

(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: Barry S. Cohn

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

210 John Glenn Drive, Amherst, NY 14228  
\_\_\_\_\_  
\_\_\_\_\_

Director: Brian S. Cohn

Address: 210 John Glenn Drive, Amherst, NY 1 4228  
\_\_\_\_\_  
\_\_\_\_\_

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**B. Officers:**

President: Barry S. Cohn

Address: 210 John Glenn Drive, Amherst, NY 14228

Vice President: NONE

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

Secretary: Brian S. Cohn

Address: 210 John Glenn Drive, Amherst, NY 14228

Treasurer: Brian S. Cohn

Address: 210 John Glenn Drive, Amherst, NY 14228

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(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: L. Jerry Cohn, Esq.

Office Address: 8041 West McNab Road

Tamarac

,Florida 33321

Zip Code

**11. 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: \_\_\_\_\_

*L. Jerry Cohn*

12. 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.

13. \_\_\_\_\_

Barry S. Cohn

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. President/Director

(Name and capacity of person signing application)

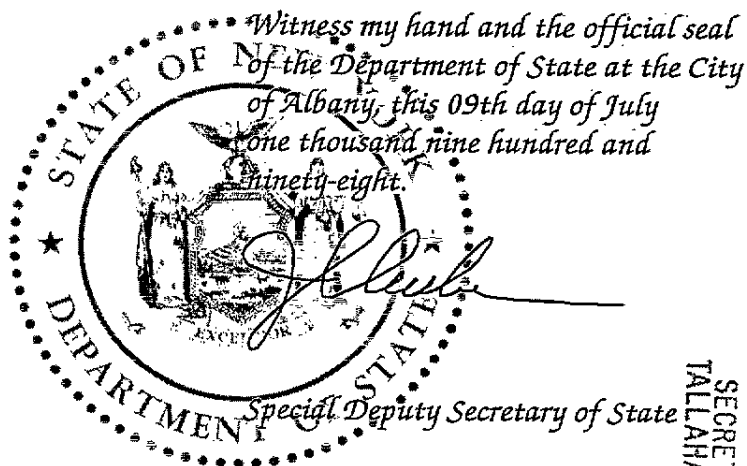
State of New York } ss:  
Department of State

I hereby certify, that the certificate of incorporation of SPECTRUM INTERNATIONAL SALES, INC. was filed on 06/27/1997, under the name of 210 JOHN GLENN DRIVE, INC., 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. I further certify the following:

A Certificate of Amendment 210 JOHN GLENN DRIVE, INC., changing name to SPECTRUM INTERNATIONAL SALES, INC., was filed 04/03/1998.

I further certify, that no other certificates have been filed by such corporation.

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