

F980000004530

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: BEVAN, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

700002546727--8
-06/03/98--01107--010
****122.50 ****122.50

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.

W98-12803

Please return all correspondence concerning this matter to the following:

Sheldon Engelhard, Esq.

(Name of Person)

Sheldon Engelhard, P.A.

(Firm/Company)

5355 Town Center Road, Suite 801

(Address)

Boca Raton, FL 33486

(City/State/Zip)

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

Sheldon Engelhard

(Name of Person)

at (561) 750-7601

(Area Code & Daytime Telephone Number)

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 10 PM 12:04

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 4, 1998

SHELDON ENGELHARD, ESQ.
SHELDON ENGELHARD, P.A.
5355 TOWN CENTER ROAD, STE 801
BOCA RATON, FL 33486

SUBJECT: BEVAN, INC.
Ref. Number: W98000012803

We have received your document for BEVAN, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 898A00031500

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DIVISION OF CORPORATIONS

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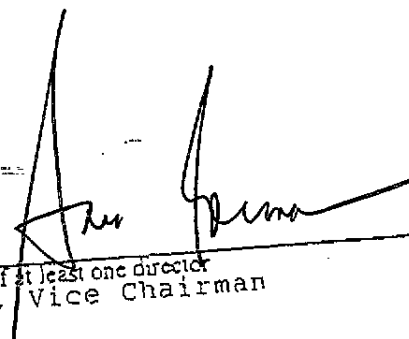
FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Vice Chairman, do hereby certify
that this Resolution of the Board of Directors of Bevan, Inc.
a corporation duly organized and existing under the laws of the State of New York
was duly adopted on June 15, 19 98.

Resolved, that Bevan, Inc. of New York, organized
and existing in the State of New York, hereby adopts the
name Bevan of Florida, Inc., of New York
for use in Florida.

Dated: July 29, 1998


Signature of at least one director
Sara Berman, Vice Chairman

DHS19(3/95)

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

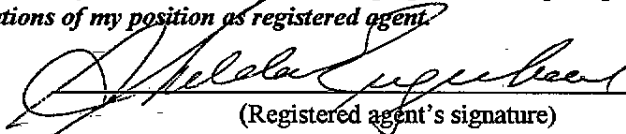
*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. BEVAN, 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. 11-2968035
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. Feb. 25, 1988 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 880 Third Ave., 18th Floor
New York, NY 10022
(Current mailing address)
8. Any lawful act or activity
(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: Sheldon Engelhard, Esq.
- Office Address: 5355 Town Center Rd., Suite 801
Boca Raton, Florida, 33486
(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: Willy J. Nathanson

Address: 1127 East 5th Street
Brooklyn, NY 11230

Vice Chairman: Sara Berman

Address: 966 East 27th St.
Brooklyn, NY 11210

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Willy J. Nathanson

Address: 1127 East 5th St.
Brooklyn, NY 11230

Vice President: _____

Address: _____

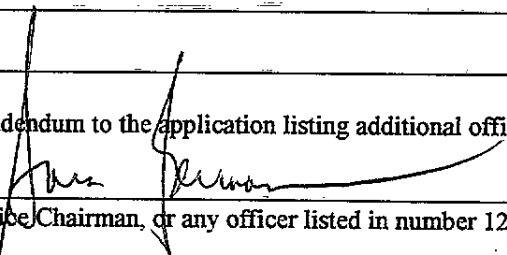
Secretary: Sara Berman

Address: 966 East 27th St.
Brooklyn, NY 11210

Treasurer: _____

Address: _____

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. Sara Berman, Vice Chairman
(Typed or printed name and capacity of person signing application)

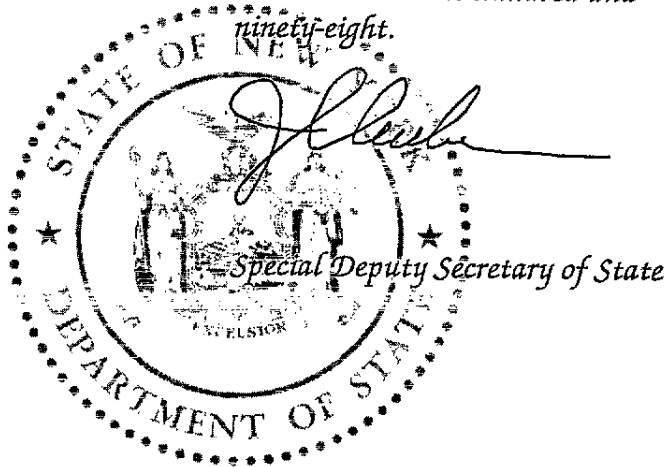
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State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of BEVAN, INC. was filed on 02/25/1988, 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.

The Corporation Biennial Statement is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 01st day of July
one thousand nine hundred and
ninety-eight.



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