

F98000005297

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: MHL BUSINESS GROUP LTD.
(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:

MELVIN GOLDSTEIN
(Name of Person)

MELVIN GOLDSTEIN, ESQ.
(Firm/Company)

154 Commack Road
(Address)

Commack, New York 11725
(City/State/Zip)

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

MELVIN GOLDSTEIN at (516) 499-7272
(Name of Person) (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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DIVISION OF CORPORATIONS

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MELVIN GOLDSTEIN
ATTORNEY AT LAW
154 COMMACK ROAD
COMMACK, NEW YORK 11725
TEL. (516) 499-7272
FAX (516) 499-0008

August 27, 1998

Florida Department of State
Qualification/Tax Lien Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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Re: MHL BUSINESS GROUP LTD.

Gentlemen:

Enclosed, please find an application for the captioned corporation to commence business in the State of Florida. Also enclosed is a Certification of Good Standing from the State of New York and a copy of the Certificate of Incorporation.

I am enclosing a check in the sum of \$78.75 which represents \$70.00 for the registration fee and \$8.75 for the Certificate of Status to be forwarded to this office.

Very truly yours,


MELVIN GOLDSTEIN

MG/vb
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 31, 1998

MELVIN GOLDSTEIN
MELVIN GOLDSTEIN, ESQ.
154 COMMACK RD.
COMMACK, NY 11725

SUBJECT: M H L BUSINESS GROUP LTD.
Ref. Number: W98000019871

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We have received your document for M H L BUSINESS GROUP LTD. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The use of LIMITED or LTD. is not acceptable as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 298A00044777

MELVIN GOLDSTEIN
ATTORNEY AT LAW
154 COMMACK ROAD
COMMACK, NEW YORK 11725
TEL. (516) 499-7272
FAX (516) 499-0008

September 14, 1998

Florida Department of State
Qualification/Tax Lien Section
Division of Corporation
409 East Gaines Street
Tallahassee, Florida, 32399

Attention: Ms. Jennifer Sindt

Re: MHL Business Group Corp.

Gentlemen:

With reference to your letter of August 31, copy of which is enclosed, I am enclosing the application with the necessary corrections.

Please forward the Certificate of Status to this office. Thank you.

Very truly yours,

MELVIN GOLDSTEIN

MG/vb
Enclosures

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**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. MHL BUSINESS GROUP, CORP.
(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
(State or country under the law of which it is incorporated)
3. 11-3301054
(FEI number, if applicable)
4. January 18, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Pending Approval
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 154 Commack Road, Commack, New York 11725
(Current mailing address)
8. See Attached Certificate of Incorporation.
(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: RICK HANLEY

Office Address: 4300 Cypress Street

Tampa, Florida, 33607
(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.


(Registered agent's signature)
RICK HANLEY

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: PETER NAPOLITANO

Address: 4 Purdy Avenue, East Northport, New York 11731

Vice Chairman: MELVIN GOLDSTEIN

Address: 37 Old Homestead Road, Port Jefferson, New York 11777

Director: JUDY GOLDSTEIN

Address: 12 Pebble Place, Commack, New York 11725

Director: SCOTT TRAPANI

Address: 860 Cranford Avenue, N. Woodmere, New York 11581

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

President: PETER NAPOLITANO

Address: 4 Purdy Avenue, East Northport, New York 11731

Vice President: SCOTT TRAPANI

Address: 860 Cranford Avenue, N. Woodmere, New York 11581

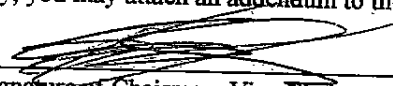
Secretary: JUDY GOLDSTEIN

Address: 12 Pebble Place, Commack, New York 11725

Treasurer: MELVIN GOLDSTEIN

Address: 37 Old Homestead Road, Port Jefferson, New York 11777

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. PETER NAPOLITANO, President and CEO

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

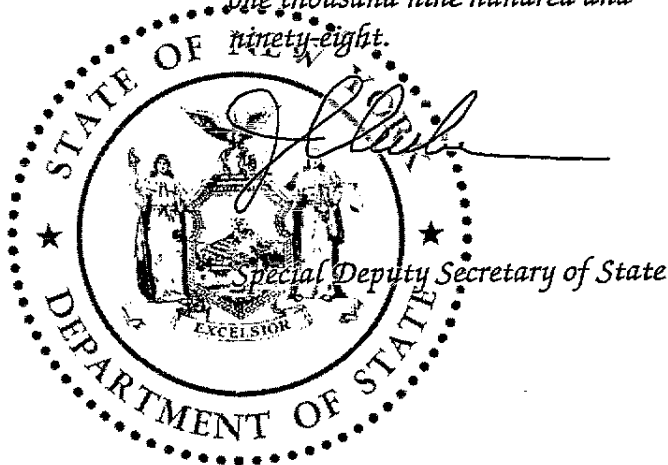
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State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of M H L BUSINESS GROUP, LTD. was filed on 01/18/1996, 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.

The Biennial Statement is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 05th day of August
one thousand nine hundred and
ninety-eight.



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