



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 981071 4309104

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 70.00

ORDER DATE : October 1, 1998

ORDER TIME : 10:12 AM

ORDER NO. : 981071-005

CUSTOMER NO: 4309104

CUSTOMER: Ms. Lorraine Rello
Feltman, Karesh, Major &
152 West 57th Street
New York, NY 10019

900002654219--2

FOREIGN FILINGS

NAME: GALAXY AIRCRAFT CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Galaxy Aircraft Corporation

(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. Applied for

(FEI number, if applicable)

4. September 28, 1998

(Date of incorporation)

5. Perpetual

(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 817.156, F.S.))

7. 1900 Summit Tower Blvd., Suite 860

Orlando, Florida 32810

(Current mailing address)

8. Purpose is to engage in any lawful activity for which a corporation may engage
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
(Florida)

9. Name and street address of Florida registered agent:

Name: The NSJ Group, Inc.

Office Address: 1900 Summit Tower Blvd., Suite 860

Orlando , Florida, 32810

(Zip Code)

10. Registered agent 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.

The NSJ Group, Inc.

By: 

(Registered agent's signature) (Officer)

Samuel J. Thornton, Vice President

(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: Robert J. New

Address: 11414 North Bayshore Drive

North Miami, Florida 33181

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Robert J. New

Address: 11414 North Bayshore Drive

North Miami, Florida 33181

Vice President: Daniel Chait

Address: 8520 NW 42nd Street

Coral Springs, Florida 33065

Secretary: Martin Kalb

Address: 701 NW 141 Avenue, Apt. 101

Pembroke Pines, Florida 33028

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Treasurer: Jonathan New

Address: 10023 Bay Harbor Terrace

Bay Harbor, Florida 33154

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. Samuel J. Thornton, Vice President

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

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ADDENDUM TO APPLICATION
LISTING OF ADDITIONAL OFFICERS

Executive Vice President

Wayne D. Lippman
13019 Mar Street
Miami, Florida 33156

Vice President

W. Jephtha Thornton
1900 Summit Tower Blvd., Suite 860
Orlando, FL 32810

Vice President

Samuel J. Thornton
2216 Rio Pinar Lakes Blvd
Orlando, Florida 32822

Vice President

Stuart L. Cauff
10395 S.W. 67th Avenue
Miami, Florida 33156

Vice President

Richard C. Giles
37 Richard Drive
Short Hills, New Jersey 07078

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GALAXY AIRCRAFT CORPORATION" 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 FIRST DAY OF OCTOBER, A.D. 1998.

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

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10-01-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: