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Miami, Florida 33156

** ALSO ADMITTED TO PRACTICE
IN NEW YORK

Please Reply to Hollywood

†Board Certified Real Estate Lawyer

March 31, 1998

Secretary of State
Division of Corporations
George Firestone Building
409 E. Gaines Street
Tallahassee, FL 32399

900002477319--5
-04/02/98--01094--003
*****70.00 *****70.00

Re: John Turano & Sons, Inc.

900002477319--5
-09/29/98--01004--001
***3515.00 ***3515.00

Dear Sir/Madam:

Enclosed please find a copy of the Certificate of Incorporation and By-Laws for the above referenced New York company.

Also enclosed is an Application by Foreign Corporation for Authorization to Transact Business in Florida, along with our check in the amount of \$70.00, which represents the filing fee for such application.

Please forward the Authorization to my office once processed. Should you have any questions in regard to this matter, please do not hesitate to contact me.

Thank you in advance for your prompt attention in this matter.

Very truly yours,

Jeffrey Feinberg
JEFFREY FEINBERG, ESQ.

JF/vr
Enclosures

W98-7445
98 OCT -6 PM 3:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Pg. 1/10/6/98

FEINBERG & MAIDENBAUM

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JILL ANDERSON

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Miami, Florida 33156

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IN NEW YORK

Please Reply to Hollywood

†Board Certified Real Estate Lawyer

October 5, 1998

Via Federal Express

Florida Department of State
Attention: Agnes Lunt
409 E. Gaines Street
Tallahassee, Florida 32399

Re: John Turano & Sons, Inc.

Dear Ms. Lunt:

Enclosed please find the notary certification regarding the above referenced corporation.

Very truly yours,


JILL E. ANDERSON

JEA/mc
Enclosure

FILED
98 OCT -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
93 OCT -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 3, 1998

JEFFREY FEINBERG, ESQ
PRESIDENTIAL CIR., SUITE 350, NORTH TOWE
4000 HOLLYWOOD BLVD.
HOLLYWOOD, FL 33021

SUBJECT: JOHN TURANO & SONS, INC.
Ref. Number: W98000007445

We have received your document for JOHN TURANO & SONS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

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.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3515.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 198A00017831



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

*Mr. Feinberg called
7/10 - client in town
next wk - will try to
get affidavit then.*

-LR

June 11, 1998

JEFFREY FEINBERG, ESQ
PRESIDENTIAL CIR., SUITE 350, NORTH TOWE
4000 HOLLYWOOD BLVD.
HOLLYWOOD, FL 33021

SUBJECT: JOHN TURANO & SONS, INC.
Ref. Number: W98000007445

FILED
98 OCT -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for JOHN TURANO & SONS, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1995. You were notified by letter dated April 3, 1998, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3515.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (850) 487-6091.

Agnes Lunt
Document Specialist Letter No. 098A00032829

Enclosure

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. JOHN TURANO & SONS, 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. 1965

(Date of Incorporation)

4. PERPETUAL

(Duration)

5. 11-2064659

(Federal Employer Identification number, if applicable)

6. 1995

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

7. 80 RICHARDS ST BROOKLYN NY 11231

(Current mailing address)

8. FURNITURE DISTRIBUTOR

(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: GIACOMO TURANO

Address: 80 RICHARDS ST
BROOKLYN NY 11231

Vice Chairman: FRANK TURANO

Address: 80 RICHARDS ST
BROOKLYN NY 11231

Director: JOHN TURANO

Address: 80 RICHARDS ST
BROOKLYN NY 11231

Director: ROSA TURANO

Address: 80 RICHARDS ST
BROOKLYN NY 11231

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Officers:President: GIACOMO TURANOAddress: 80 RICHARDS ST
BROOKLYN NY 11231Vice President: JOHN TURANOAddress: 80 RICHARDS ST
BROOKLYN NY 11231Secretary: FRANK TURANOAddress: 80 RICHARDS ST
BROOKLYN NY 11231Treasurer: ROSA TURANOAddress: 80 RICHARDS ST
BROOKLYN NY 11231

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

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98 OCT -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**10. Name and Street address of Florida registered agent:**Name: JEFF FERNBERG
Office Address: 4000 HOLLYWOOD BLVD SUITE 350
HOLLYWOOD, Florida 33021
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: 

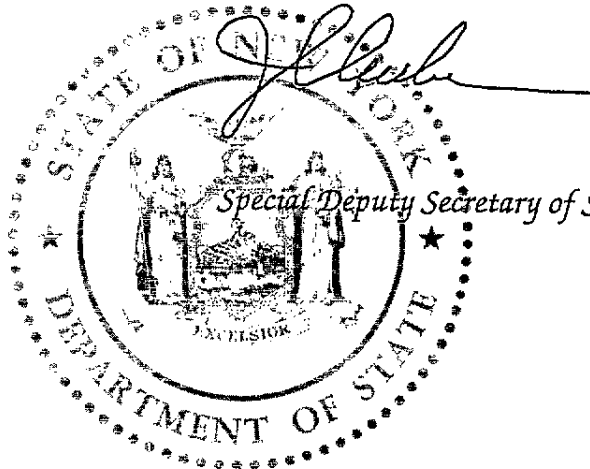
12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

13. Frank Turano
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)14. FRANK TURANO - SECRETARY

State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of JOHN TURANO & SONS, INC. was filed on 01/15/1965, 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.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 22nd day of September
one thousand nine hundred and
ninety-eight.*



Special Deputy Secretary of State

199809230133 61

98 OCT -6 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED