

# F98000005891

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: BRRRING, Inc.

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and a check for the filing fees are submitted to register the above-referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Andrew O. Kaplan  
General Counsel  
328 Commonwealth Avenue  
Boston, MA 02115  
Tel: (617) 578-0883  
Fax: (617) 351-0096

W98-19281  
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-08/24/98--01005--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

9/10/22  
98 OCT 22 PM 12:17  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Conflict  
P97-26687



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 24, 1998

ANDREW O. KAPLAN  
328 COMMONWEALTH AVE.  
BOSTON, MA 02115

SUBJECT: BRRRING, INC.  
Ref. Number: W98000019281

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We have received your document for BRRRING, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

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: 698A00043728

**BRRRING, INC.**

**Office of the General Counsel**

328 Commonwealth Avenue  
Phone (617) 578-0883

Boston, Massachusetts 02115  
Facsimile (617) 351-0096

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September 9, 1998

Ms. Jennifer Sindt, Document Examiner  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: **BRRRING, Inc.**  
**REF. NUMBER W98000019281**  
**LETTER NUMBER: 698A00043728**

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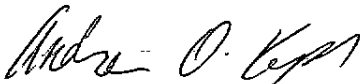
Dear Ms. Sindt:

I am in receipt of your letter of August 24, 1998, concerning the above-referenced matter.

Please be advised that pursuant to your instructions, the Board of Directors have adopted a resolution to use the alternate name RRRRING, Inc. in the State of Florida. Enclosed is the certification of the board resolution.

Should you require further information concerning this matter, please contact the undersigned.

Sincerely yours,



Andrew O. Kaplan



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 14, 1998

ANDREW O. KAPLAN  
328 COMMONWEALTH AVE.  
BOSTON, MA 02115

SUBJECT: BRRRING, INC.  
Ref. Number: W98000019281

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The name that you have adopted, "RRRING, INC.", is also not available for use in Florida. Please adopt another name. If you have any questions concerning name availability, please call.

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: 098A00046410

# **BRRRING, INC.**

## **Office of the General Counsel**

328 Commonwealth Avenue  
Phone (617) 578-0883

Boston, Massachusetts 02115  
Facsimile (617) 351-0096

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October 21, 1998

Ms. Jennifer Sindt  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: POST AND GROSS, INC.**  
**REF. NUMBER W98000010772**  
**LETTER NUMBER: 098A00046410**

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Dear Ms. Sindt:

Pursuant to your recent letter, we have changed the adopted name of BRRRING, Inc. to Post and Gross, Inc. It is my understanding that using the surnames of some of the directors of the corporation would be an acceptable "adopted" corporate name in Florida.

Enclosed please find the resolution of the board of directors to adopt the name "Post and Gross, Inc." in Florida and a listing of the directors and officers of BRRRING, Inc.

Should you have any questions concerning our filing, please contact me.

Sincerely yours,

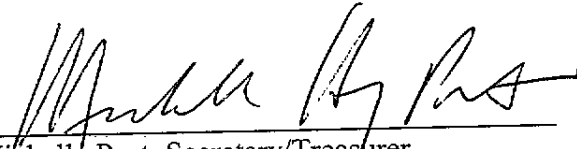
  
Andrew O. Kaplan

## RESOLUTION OF BOARD OF DIRECTORS

I, Michelle Post, Secretary/Treasurer, do hereby certify that this Resolution of the Board of Directors of BRRRING, Inc., a corporation duly organized and existing under the laws of the State of Nevada was duly adopted on October 21, 1998.

Be it resolved that BRRRING, Inc., organized and existing in the State of Nevada, hereby adopts the name Post and Gross, Inc. for use in Florida.

Dated: October 21, 1998


  
Michelle Post, Secretary/Treasurer

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**APPLICATION BY FOREIGN COPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

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

1. BRRRING, Inc.  
Name of Corporation
2. Nevada, USA  
State of Incorporation
3. N/A  
FEI Number
4. January 25, 1995  
Date of Incorporation
5. Perpetual  
Year Corporation will Cease to Exist
6. N/A  
Date First Transacted Business in Florida
7. 328 Commonwealth Avenue Boston, MA 02202  
Current Mailing Address
8. Investment Company/General Partner of Millennium Groupe, Limited Partnership  
Purpose of Corporation
9. Irma Gross 6080 Huntwick Terrace, Suite 308, Delray Beach FL 33484  
Name and Street Address of Florida Registered Agent
10. Having been named as a 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.

  
\_\_\_\_\_  
Irma Gross, Registered Agent

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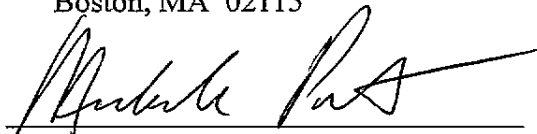
## DIRECTORS AND OFFICERS OF BRRRING, INC.

### A. Directors

1. Nelson H. Gross, Chairman  
280 Park Avenue South  
New York, NY 10010
2. Andrew O. Kaplan, Vice-Chairman  
328 Commonwealth Avenue  
Boston, MA 02115

### B. Officers

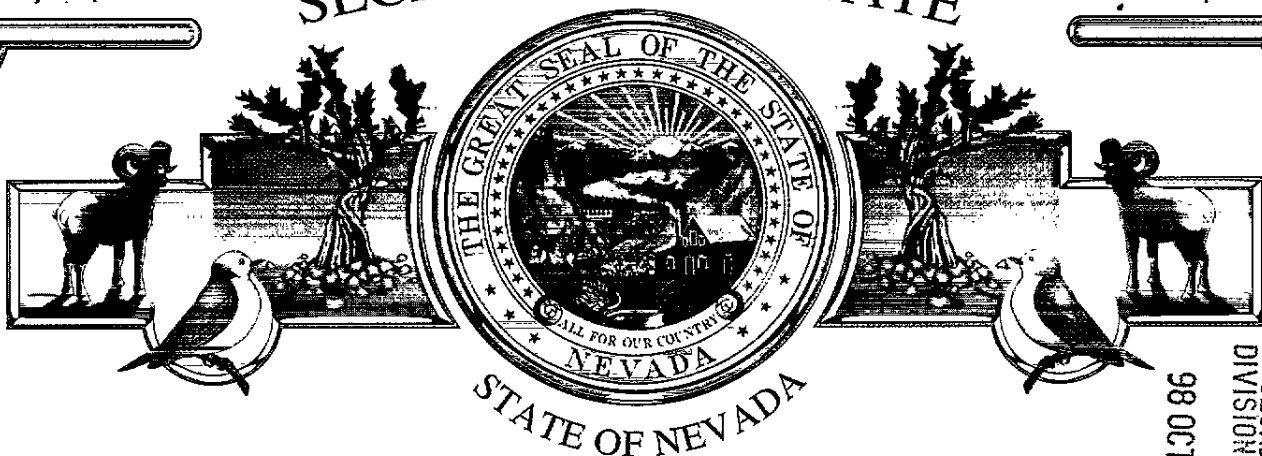
1. Nelson H. Gross, President  
280 Park Avenue South  
New York, NY 10010
2. Andrew O. Kaplan, Vice President  
328 Commonwealth Avenue  
Boston, MA 02115
3. Michelle Post, Secretary/Treasurer  
328 Commonwealth Avenue  
Boston, MA 02115



Michelle Post, Secretary/Treasurer

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# SECRETARY OF STATE



## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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DIVISION OF CORPORATIONS  
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I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **BRRRING, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 25, 1995, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand  
and affixed the Great Seal of State, at my office, in  
Carson City, Nevada, on August 18, 1998.



By

Dean Heller  
Secretary of State

By *Sequelene*  
Certification Clerk