CAREY, O'MALLEY, WHITAKER & MANSON, P.A. ATTORNEYS AT LAW

712 S. OREGON AVENUE TAMPA, FLORIDA 33606

MICHAEL R. CAREY DOUGLAS P. MANSON RANDALL P. MUELLER ANDREW M. O'MALLEY JACK R. PEPPER, JR. JOSEPH C. RUSSO DANIEL D. WHITAKER

October 21, 1998

TELEPHONE: (813) 250-0577 FACSIMILE: (813) 250-9898 E-MAIL: cowmpa@aol.com

PLEASE ACKNOWLEDGE RECEIPT

		5000	0026707252 -10/23/9801009001
	Qualification/Tax Lien Section		-1U/23/9801003001 *****78.75
	Florida Secretary of State		কককক। 0. ।) কককক। 0. ।)
TO:	Division of Corporations		
10:	Post Office Box 6327	0	PLEASE SIGN AND FORWARD
	Tallahassee, Florida 32314	_	
	Tarianassos, 1 Torras sus 1	_	PLEASE SIGN AND RETURN
RE:	Flatiron Property Corp.		ENCLOSED FOR YOUR INFORMATION
	Application by Foreign Corporation for Authorization to Trans	sact	
ENCLOSURE:	Business in Florida	٥	FOR YOUR APPROVAL AND COMMENTS
	Original Delaware Certificate of Existence Firm Check: \$78.75	В	ENCLOSED PURSUANT TO YOUR REQUEST
SPECIAL INSTRUC	TTIONS:	ū	PLEASE TELEPHONE FOR AN APPOINTMENT
	Please process the enclosed Application by Foreign Corporation behalf of Flatiron Property Corp., a Delaware corporation. Our f		PLEASE FILE ORIGINAL AND RETURN CONFORMED COPY
	check is enclosed to cover the applicable fees as follows:	0	PLEASE COME IN TO SIGN PAPERS
	Filing fee - \$35.00 R/A Designation fee - 35.00		PLEASE TELEPHONE ME
	Certificate of status - <u>8.75</u> \$78.75		PLEASE RECORD
	If you have any questions regarding this matter, please do	not	CALENDARED FOR FURTHER ACTION
	hesitate to contact me.		86 S NAIG
			2

Nancy K. Barnes, Paralegal

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. Flatiron Property C	orp. iclude the word "INCORPORATED", "COMPANY", "CORPORATION" or words or
(Name of corporation: must in abbreviations of like import in or partnership if not so contain	nclude the word "INCORPORATED", "COMPANY", "CORPORATION" or words of language as will clearly indicate that it is a corporation instead of a natural person ined in the name at present.)
Delaware (State or country under the law	wef which it is incorporated) 3. 13 - 3802087 (FEI number, if applicable)
•	
4. December 28, 1984 (Date of Incorporation)	5. <u>Perpetual</u> (Duration: Year corp. will cease to exist or "perpetual")
6. May 28, 1998	
(Date first transacted busines	is in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.) Credit Suise Fret Ba
NY NY	10010
(Current mailing address)
8. Any lawful act or a (Purpose(s) of corporation	activity authorized in home state or country to be carried out in the state of Florida)
9. Name and street add	dress of Florida registered agent:
Name:	Andrew M. O'Malley, Esquire
	Carey, O'Malley, Whitaker & Manson, P.A.
Office Address: _	712 South Oregon Avenue
	Tampa , Florida , 33606 C TAT
T.	ROCO ROCO
10. Registered agent's	acceptance:
corporation at the place registered agent and agre of all statutes relative to	egistered agent and to accept service of process for the above stated designated in this application, I hereby accept the appointment as see to act in this capacity. I further agree to comply with the provisions the proper and complete performance of my duties, and I am familiar ations of my position as registered agent.
	Magisteres agents signature)
delivery of this application	cate of existence duly authenticated, not more than 90 days prior to to the Department of State, by the Secretary of State or other official te records in the jurisdiction under the law of which it is incorporated.

. 12. Names and addresses of officers and/or directors:

Address: Madven Asim NY 10010 Vice Chairman: NA Address: NA No Asim Address: Madven Asim Address: Madven Asim Address: Madven Asim NY NY 18010 B. OFFICERS President: NA NA Address: Madven Asim NY NY 10010 Treasurer: Diane Manao Address: Madven Asim Address: Madven Asim NY NY 10010 Treasurer: Diane Manao Address: Madven Asim Address: Madven Asim	Α.	DIRECTORS
Vice Chairman: N/A Address: Director: N/A Address: N/A N/A N/A N/A N/A N/A N/A N/		Chairman: Man / Hky
Director: W. Mem Pro Property Address: // Madvan Advan Director: Lawrence A Shelley Address: // Madvan Arma NY NY 18010 B. OFFICERS President: Address: Vice President: Brue Mikean Address: // Madvan Arma Address: // Madvan Arma NY 1800 Secretary: Lar, M. Rvato Address: // Madvan Arma NY 18010 Treasurer: D. ane Manao Address: // Madvan Arma NY NY 18010 Treasurer: D. ane Manao Address: // Madvan Arma NY NY 18010 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Address: Madven from
Director: W. Mem Pro Property Address: // Madvan Advan Director: Lawrence A Shelley Address: // Madvan Arma NY NY 18010 B. OFFICERS President: Address: Vice President: Brue Mikean Address: // Madvan Arma Address: // Madvan Arma NY 1800 Secretary: Lar, M. Rvato Address: // Madvan Arma NY 18010 Treasurer: D. ane Manao Address: // Madvan Arma NY NY 18010 Treasurer: D. ane Manao Address: // Madvan Arma NY NY 18010 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		NY NY 10010
Director: W. Man Pob Hay Address: // Madvon Horn NY NY 100/0 Director: Ca wrere A Shelley Address: // Madvon Arm NY NY 100/0 B. OFFICERS President: Whatson Arm Address: // Molson Arm NY NY 100/0 Secretary: Lar, M. Roston Address: // Madvon Arm NY NY 100/0 Treasurer: D. ane Manao Address: // Madvon Arm NY NY 100/0 Treasurer: D. ane Manao Address: // Madvon Arm NY NY 100/0 Treasurer: D. ane Manao Address: // Madvon Arm NY NY 100/0 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Vice Chairman: NA
Address: // Madwan Arm Director: Lawree A Shelley Address: // Madwan Arm NY NY 18010 B. OFFICERS President: Lawree A Shelley Address: // Madwan Arm Address: // Modson Arm NY NY 10010 Secretary: Law, M. Riston Address: // Madwan Arm NY NY 10010 Treasurer: Diane Manao Address: // Madwan Arm NY NY 10010 Treasurer: Diane Manao Address: // Madwan Arm NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Address:
Address: // Madwan Arm Director: Lawree A Shelley Address: // Madwan Arm NY NY 18010 B. OFFICERS President: Lawree A Shelley Address: // Madwan Arm Address: // Modson Arm NY NY 10010 Secretary: Law, M. Riston Address: // Madwan Arm NY NY 10010 Treasurer: Diane Manao Address: // Madwan Arm NY NY 10010 Treasurer: Diane Manao Address: // Madwan Arm NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		
Director: Lawrence A Shelley Address: Madutan forms NY 18010 B. OFFICERS President: N/B Address: Madusan forms NY 18010 Secretary: Lar, Madusan forms Address: Madusan forms NY 10010 Treasurer: Diane Manao Address: Madusan forms NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Director: W. Man 1.00 Asky
Address: // Maduton Armu NY NY 18010 B. OFFICERS President: // Address: // Maduson Armu NY NY 10010 Secretary: // Address: // Maduson Armu Address: // Maduson Armu NY NY 10010 Treasurer: // Nane Manao Address: // Maduson Armu NY NY 10010 Treasurer: // Nane Manao Address: // Maduson Armu NY NY 10010 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Address: 11 Madison Horn
Address: // Maduton Armu NY NY 18010 B. OFFICERS President: // Address: // Maduson Armu NY NY 10010 Secretary: // Address: // Maduson Armu Address: // Maduson Armu NY NY 10010 Treasurer: // Nane Manao Address: // Maduson Armu NY NY 10010 Treasurer: // Nane Manao Address: // Maduson Armu NY NY 10010 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		N9 NY 10010
B. OFFICERS President:		Director: Lawree 17 Shelley
B. OFFICERS President:		
President:		NY NY 10010
Vice President: Brue Milean Address: // Masson Summe Will 100/0 Secretary: Lar, M Riston Address: // Madison Summe Will 100/0 Treasurer: Diane Manan Address: // Madison Summe Will 100/0 Treasurer: Diane Manan Address: // Madison Summe Will 100/0 NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.	В.	OFFICERS
Vice President: Brue Mikean Address: Modison Avino Secretary: Lest, M Road Address: Madison Avino Treasurer: Diane Manao Address: Madison Avino Address: Madison Avino NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		President:
Address: Modison Amus NY 100/0 Secretary: Lar, M Rodo Address: Madison Amus NY NY 100/0 Treasurer: Diane Manno Address: Madison Amus Address: Madison Amus NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Address:
Address: Modison Amus NY 100/0 Secretary: Lar, M Rodo Address: Madison Amus NY NY 100/0 Treasurer: Diane Manno Address: Madison Amus Address: Madison Amus NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		
Secretary:		Vice President: Brue Mhean
Address: // Madison Areway V		Address: // Madison House
Address: // Madison Areway V		NY NY 10010
Treasurer: Diane Manno Address: Madisen Arima NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.	,	Secretary: Kvsto
Address: Madisen Arm NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Address: // Madison frem
Address: Madisen Arm NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		<u> </u>
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.		Treasurer: Diane Manno
and/or directors.		Address: Madison Nonu
and/or directors.		_ NY NY 10010
13 B. M. M.		
13. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	4,14,0	2-10
(oignature of Chairman, vice Chairman, of any officer isseed in number 12 of the application)	13.	Vigate transf Chairman Viga Chairman, or any officer listed in number 12 of the application)
	(5	O Chairman, vice Chairman, or any onicer is ted in number 12 or are applications
14. Sivile McLean Vice Topsides (Typed or printed name and capacity of person signing application)	14.	(Typed or printed name and capacity of person signing application)

State of Delaware

Office of the Secretary of State PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLATIRON PROPERTY CORP." 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 TWENTY-FIRST DAY OF SEPTEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE

BEEN FILED TO DATE.

DIVISION OF CORPORATIONS
98 OCT 23 AM 10: 45



Edward J. Freel, Secretary of State

- AUTHENTICATION:

9312571

981365196

2463371 8300

DATE:

09-21-98