

F98000006203

Document Number Only

C T Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301

City State Zip Phone

CORPORATION(S) NAME

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*****70.00 *****70.00

American Friends of the Cambodia Trust, Inc

SECRETARY OF STATE
 TALLAHASSEE FL 32304
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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merge |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call if Problem |
| <input type="checkbox"/> Limited Liability Partnership | <input type="checkbox"/> After 4:30 | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Will Wait | |
| <input type="checkbox"/> Call When Ready | | |
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 DIVISION OF CORPORATION

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. American Friends of the Cambodia Trust, Inc.
(Name of corporation: must include the word "INCORPORATED" 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 laws of which it is incorporated)

3. 2/12/98 (Date of Incorporation) 4. perpetual (Duration)

5. Applied for
(Federal Employer Identification number, if applicable)

6. Upon Qualification
(Date corporation first conducted affairs in Florida. See sections 617.1501, 617.1502, and 817.155, F.S.)

7. Peter Darrow c/o Mayer, Brown & Platt, 1675 Broadway, New York, NY 10019
(Current mailing address)

8. Charitable, educational & fund raising
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

A. Directors:
Chairman: _____
Address: _____

Vice Chairman: _____
Address: _____

Director: Limor Nissan and Peter Darrow
Address: Mayer, Brown & Platt
1675 Broadway New York, NY 10019

Director: Christine Ho
Address: 18 East 63 Street, Apt. 9, New York, NY 10021

B. Officers:

Acting President: Peter V. Darrow
Address: Mayer, Brown & Platt
1675 Broadway, New York, NY 10019

Secretary
~~Vice President~~: Christine Ho
Address: 18 E. 63rd St. Apt 9
New York, NY 10021

Assistant Secretary: Robert Cordell
Address: Mayer, Brown & Platt
1675 Broadway, New York, NY 10019

Treasurer:
Address: _____

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

10. Name and Street address of Florida registered agent:

Name: C T CORPORATION SYSTEM
Office Address: c/o C T CORPORATION SYSTEM, 1200 S. Pine Island Rd.,
Plantation, Florida 33324
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.

By: *Kimberly D. Gilbertson*
Kimberly D. Gilbertson
Assistant Secretary
(Title)

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. *Peter V. Darrow*
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

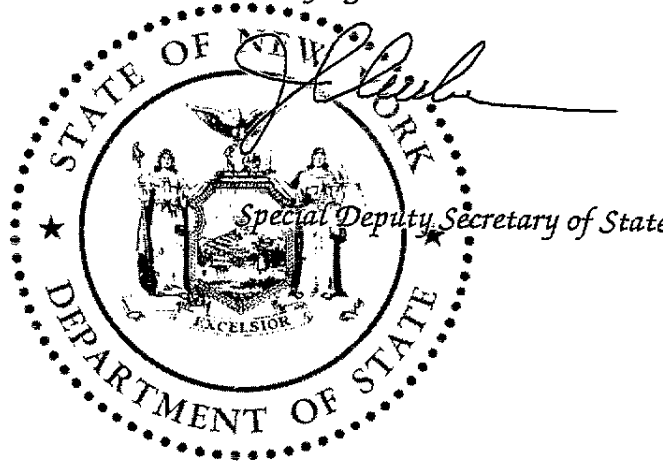
14. Peter V. Darrow, Director and Acting President
(Typed or printed name and capacity of person signing application)

State of New York
Department of State

SS:

I hereby certify, that the certificate of incorporation of AMERICAN FRIENDS OF THE CAMBODIA TRUST, INC. was filed on 02/12/1998, as a Not-for-Profit corporation 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 05th day of November one thousand nine hundred and ninety-eight.



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FALLAHASSEEE FLORIDA

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