

F98000006535

Document Number Only

CT Corporation System			
Requestor's Name 660 East Jefferson Street			
Address Tallahassee, FL 32310 222-1092			
City	State	Zip	Phone
CORPORATION(S) NAME			

600002698996--E  
-12/01/98--01056--032  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

600002698996--E  
-12/01/98--01056--033  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Strategic Alternatives, Inc.

<input checked="" type="checkbox"/> Profit <input type="checkbox"/> NonProfit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of R.A.
<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC-1 Financing Statement	<input type="checkbox"/> UCC-3 Filing
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input checked="" type="checkbox"/> Call if Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

12/1  
98 DEC -1 AM 11:27  
TALLAHASSEE FLORIDA

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: Strategic Alternatives, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

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

Please return all correspondence concerning this matter to the following:

Kim E. Richter  
(Name of Person)

Hertzog, Calamari & Gleason  
(Firm/Company)

100 Park Avenue, 23rd Floor  
(Address)

New York, NY 10017  
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Kim E. Richter  
(Name of Person)

at ( 212 ) 481-9500  
(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**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. Strategic Alternatives, Inc.  
(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. 04-34-38-933  
(FEI number, if applicable)
4. October 28, 1998  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. November 5, 1998  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 902 Albee Road  
Nokomis, FL 34275  
(Current mailing address)
8. To engage in any lawful act or activity for which corporations may be organized.  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(Zip Code)

**10. 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.*

**CHARLES W. MEYER  
SPECIAL ASST. SECRETARY**

Charles W. Meyer  
(Registered agent's signature)

11. 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.

**FILED**  
**DEC-1 PM 3:26**  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: None

Address: \_\_\_\_\_

Vice Chairman: None

Address: \_\_\_\_\_

Director: Stephen G. McLean

Address: 2197 Ringling Blvd.

Sarasota, FL 34237

Director: Jerry D. Lewis

Address: 2197 Ringling Blvd.

Sarasota, FL 34237

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Stephen G. McLean

Address: 2197 Ringling Blvd.

Sarasota, FL 34237

Vice President: Joseph Post

Address: 4115 Westbourne Circle

Sarasota, FL 34238

Secretary: Raymond P. Wilson

Address: 12 Main Street

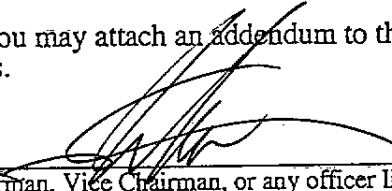
Leominster, MA 01453

Treasurer: Raymond P. Wilson

Address: 12 Main Street

Leominster, MA 01453

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. Raymond P. Wilson, Secretary  
(Typed name and capacity of person signing application)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ADDENDUM A

FOR DIRECTORS ( continued )

Director: Kevin N. Blayne  
Address: 2197 Ringling Blvd.  
Sarasota, FL 34237

FOR OFFICERS ( continued )

Officer: Jerry D. Lewis  
Senior Executive Vice President  
Address: 2197 Ringling Blvd.  
Sarasota, FL 34237

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TALLAHASSEE FLORIDA

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATEGIC ALTERNATIVES, INC." 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 ELEVENTH DAY OF NOVEMBER, A.D. 1998.

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

FILED  
98 DEC -1 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2960447 8300

981433286

AUTHENTICATION:

9398876

DATE:

11-11-98