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Jeannette M. Ferguson  
(312) 456-0551

February 25, 1999

VIA FEDERAL EXPRESS

Ms. Michelle Hodges  
Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **Accufon Corp.**  
**Accurate Management, Ltd. ("AML") and**  
**Accurate Info, Ltd. ("AIL")**

200002789162--9  
-02/26/99--01099--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

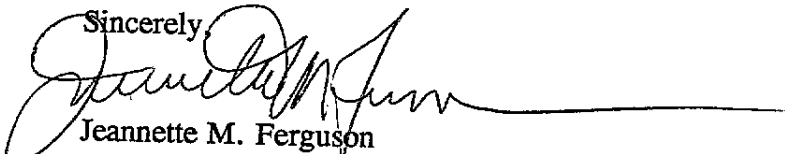
Dear Ms. Hodges:

As we discussed, enclosed are the following documents for filing:

1. Application to Transact Business in Florida for Accufon Corp. and our check in the amount of \$70.00.
2. Original Certificate of Good Standing for Accufon Corp.
3. Certificate of Amendment to Certificate of Limited Partnership - AML
4. Certificate of Amendment to Certificate of Limited Partnership - AIL

You will recall that you are currently holding two checks for the filing of documents 3 and 4 referenced above. Please file the same as soon as possible. If you have any questions or require anything further, please call me.

Sincerely,

  
Jeannette M. Ferguson  
Legal Assistant

/jmf  
Enclosures

cc: Lou Defrain  
cc: Michael J. Tuchman

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 26 PM 2:46  
HK-2126

# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

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

1. ACCUFON CORP.  
(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. Applied for  
(FEI number, if applicable)
4. 12/29/97  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1801 S. Federal Highway, Suite 300  
Delray Beach, FL 33483  
(Current mailing address)
8. Investments  
(Purposes) 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 acceptable)  
Name: Eric Cherry  
Office Address: 1801 S. Federal Highway, Suite 300  
Delray Beach, Florida, 33483  
(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.

By: \_\_\_\_\_

(Registered agent's signature)

Eric Cherry

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.

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DIVISION OF CORPORATIONS  
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NOT

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: Eric Cherry

Address: 1801 S. Federal Highway, Suite 300  
Delray Beach, FL 33483

Vice Chairman: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

Director: \_\_\_\_\_

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

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

President: Eric Cherry

Address: 1801 S. Federal Highway, Suite 300  
Delray Beach, FL 33483

Vice President: \_\_\_\_\_

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

Secretary: Eric Cherry

Address: 1801 S. Federal Highway, Suite 300  
Delray Beach, FL 33483

Treasurer: \_\_\_\_\_

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

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. \_\_\_\_\_

Eric Cherry, President

(Typed or printed name and capacity of person signing application)

State of Delaware

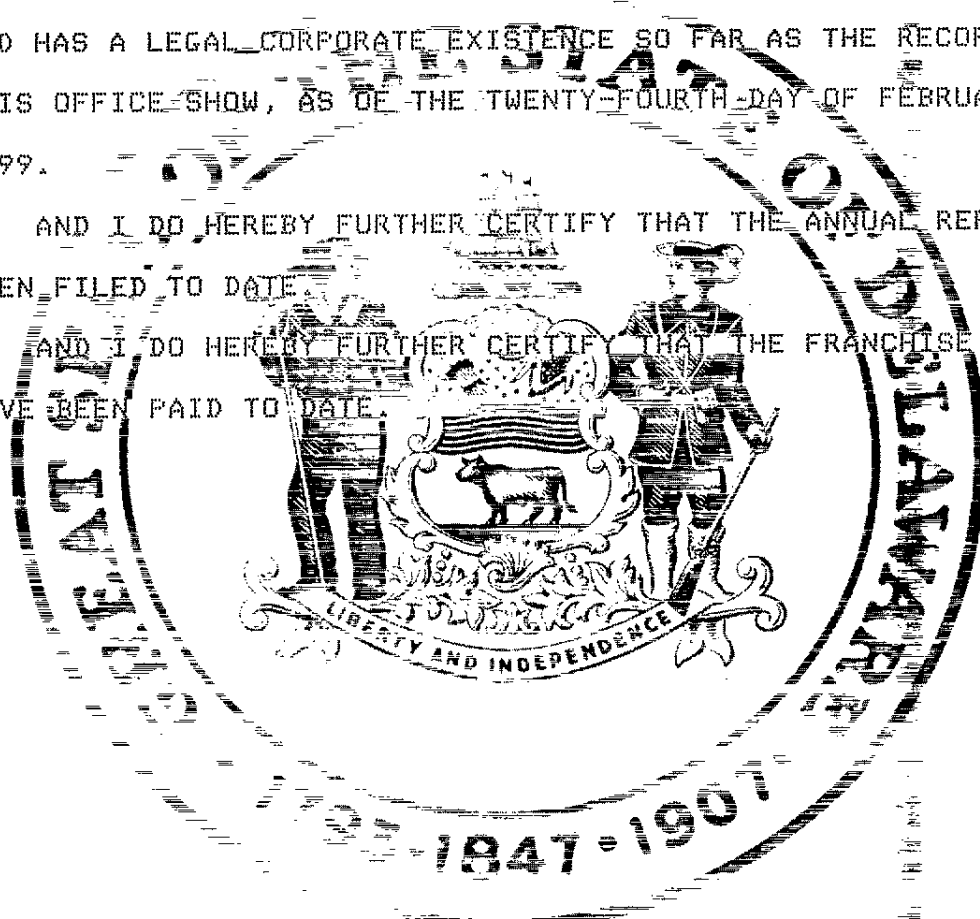
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACCUFON 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-FOURTH DAY OF FEBRUARY, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB 26 PM 2:46



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

9593148

DATE:

02-24-99

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