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Nason Yeager et al

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Division of Corporations

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Florida Department of State
Division of Corporations
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From:

Account Name : NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.
Account Number : 073222003555
Phone : (561) 686-3307
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FOREIGN PROFIT QUALIFICATION

CS Retail Inc.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$70.00

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3/29/99

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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. CS Retail Inc.
(Name of corporation must include the word "INCORPORATION", "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. Colorado
(State or country under the law of which it is incorporated)
3. 84-1248561
(FBI number, if applicable)
4. April 28, 1995
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 607.155, F.S.)
7. 365 South Street, Morristown, New Jersey 07960
(Current mailing address)

8. To acquire and manage real property.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Alan I. Armour II

Office Address: 1645 Palm Beach Lakes Blvd., Suite 1200

West Palm Beach

Florida

33401

(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.

ALAN I. ARMOUR II
(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.

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

Alan I. Armour II, Esquire (FL Bar No. 0500100)
1645 Palm Beach Lakes Blvd., Suite 1200
West Palm Beach, FL 33401
Phone: (561) 686-3307

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

Chairman: Peter Kalkus

Address: 365 South Street

Morristown, New Jersey 07960

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

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

President: Kalkus, Mark

Address: 10288 W. Chatfield, Suite 200

Littleton, CO 80127

Executive

Vice President: Lang, Larry

Address: 10288 W. Chatfield, Suite 200

Littleton, CO 80127

Vice President Cory Boss

365 South Street

Morristown, New Jersey 07960

Secretary: Quinn, Jacquelyn S.

Address: 365 South Street

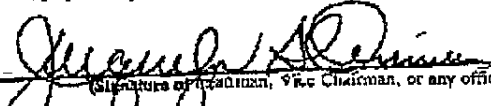
Morristown, NJ 07960

Treasurer: Quinn, Jacquelyn S.

Address: 365 South Street

Morristown, NJ 07960

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of President, Vice Chairman, or any officer listed in number 12 of the application)

14. Jacquelyn S. Quinn, Secretary
(Typed or printed name and capacity of person signing application)

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STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

CS RETAIL INC.
(COLORADO CORPORATION)

FILE # 19931121253 WAS FILED IN THIS OFFICE ON October 29, 1993
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: March 08, 1999

Victoria Buckley

SECRETARY OF STATE

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