

F990000002060



ACCOUNT NO. : 072100000032

REFERENCE : 136391 4302535

AUTHORIZATION : *Patricia Knight*

COST LIMIT : \$ 70.00

ORDER DATE : February 16, 1999

ORDER TIME : 8:34 AM

ORDER NO. : 136391-005

CUSTOMER NO: 4302535

CUSTOMER: Robert Jacobs, Esq  
Wormser, Kiely, Galef & Jacobs  
711 Third Avenue

300002803773--4

W99-6027

New York, NY 100174014

FOREIGN FILINGS

NAME: ASSOCIATED/ACC INTERNATIONAL  
LTD., CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

RECEIVED  
93 APR 12 AM 9:50  
DIVISION OF CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
93 APR 12 PM 3:00

*mtu*  
4/21



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 12, 1999

CSC

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: ASSOCIATED/ACC INTERNATIONAL LTD., CORPORATION  
Ref. Number: W99000006027

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

Based upon information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, it appears that ASSOCIATED/ACC INTERNATIONAL LTD., CORPORATION has transacted business in Florida prior to submitting an "Application for Authority to Transact Business in Florida". The information received from the Florida Department of Revenue indicates January 1, 1994, as the initial date of transacting business in the State of Florida. Please contact this office concerning the date first transacted business in Florida.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5865.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 799A00011908

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93 APR 12 PM 3:00

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK)

AFFIDAVIT

DAVID M. EPSTEIN, being duly sworn, deposes and says:

1. I am the Controller of Associated/ACC International Ltd., a New York corporation seeking authority to transact business in the State of Florida as Associated/ACC International Ltd. Corporation (the "Corporation").

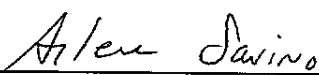
2. The Corporation is voluntarily submitting this Application at this time despite the fact that the Corporation is and heretofore has been exempt from qualifying pursuant to Section 607.1501, Florida Statutes, specifically subdivisions (2)(e), (f), and (i) thereof.

3. All necessary tax returns have been filed by the Corporation and all payments due thereunder have been made to the date hereof.

WHEREFORE, deponent respectfully requests that the Florida Department of State accept for filing the Corporation's Application by Foreign Corporation for Authorization to Transact Business in Florida

  
DAVID M. EPSTEIN, Controller

Sworn to before me  
this 14 day of April, 1999

  
Notary Public

ARLENE SAVINO  
NOTARY PUBLIC, State of New York  
No. 01SA5017658  
Qualified in Nassau County  
Commission Expires 9/13/99

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DIVISION OF CORPORATIONS  
99 APR 12 PM 3:01

**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. ASSOCIATED/ACC INTERNATIONAL LTD., CORPORATION  
(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. NEW YORK 3. 13-4933340  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/1/27 5. PERPETUAL  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/99  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. ASSOCIATED/ACC INTERNATIONAL LTD.  
19 WEST 21ST STREET, NEW YORK, N.Y. 10010  
(Current mailing address)

8. SALES AND INSTALLATION OF FLOORS AND RELATED PRODUCTS  
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 HAYS STREET

TALLAHASSEE, Florida, 32301  
(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.

Vickie Schreiber  
(Registered agent's signature)

-Vickie Schreiber-Asst. Vice-President

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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59 APR 12 PM 3:01

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: FRANK ROSENBERG

Address: 318 E. 19<sup>th</sup> ST.

NEW YORK, N.Y. 10012

Vice Chairman: RICHARD GOODMAN

Address: 70 SILVER SPRING ROAD

SHORT HILLS, N.J. 07078

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

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

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

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

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

President: RICHARD GOODMAN

Address: 70 SILVER SPRING RD.

SHORT HILLS, N.J. 07078

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

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

Secretary: \_\_\_\_\_

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

Treasurer: DAVID M. EPSTEIN

Address: 30 FALLSWOOD DR.

LIVINGSTON, N.J. 07039

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

13. David M. Epstein

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

14. DAVID M. EPSTEIN, CHIEF FINANCIAL OFFICER / TREASURER

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR 12 PM 3:01

## Department of State

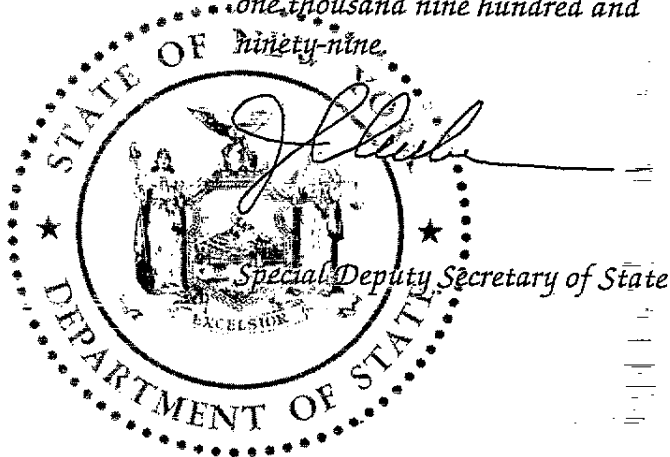
I hereby certify, that the certificate of incorporation of ASSOCIATED/ACC INTERNATIONAL LTD. was filed on 10/13/1927, under the name of ASSOCIATED CARPET CORPORATION, fixing the duration as perpetual, and that a diligent examination has been made of the index of corporation papers filed in this Department 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.

A Certificate of Amendment ASSOCIATED CARPET CORPORATION, changing name to ASSOCIATED/ACC INTERNATIONAL LTD., was filed 08/13/1997.

The Biennial Statement is past due.

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Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 16th day of February  
one thousand nine hundred and  
ninety-nine.



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FILED  
SECRETARY OF STATE  
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