

Thursday, May 13, 1999 1:47 PM

6: Qualifications Section

From: Mark Hankins

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Division of Corporations

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : FLORIDA INCORPORATORS, INC.
Account Number : 075350000473
Phone : (305) 661-8503
Fax Number : (603) 761-7427

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commercial recovery associates, inc.

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DIVISION OF CORPORATIONS

FROM: ASHTON, LASSITTER

FAX NO.: 1 800 899 6841

05-13-99 01:36P P.03

Thursday, May 13, 1999 1:17 PM

To: Burton Sandles

From: Mark Hankins

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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. COMMERCIAL RECOVERY ASSOCIATES 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, U.S.A.

(State or country under the law of which it is incorporated)

3. 59-3482569

(FEI number, if applicable)

4. DECEMBER 11, 1997

(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. 163 THIRD AVE STE 244

NEW YORK, NY 10003-2523

(Current mailing address)

8. All lawful business.

(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: FLORIDA INCORPORATORS, INC.

Office Address: 1221 BRICKELL AVE. STE. 900

MIAMI, FL 33131

, Florida, 33131
(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.

FLORIDA INCORPORATORS, INC.

Mark Hankins
By: Mark Hankins, President (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.

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Florida Incorporators, Inc. 1221 Brickell Ave Ste. 900, Miami, FL 33131 (305) 661-8503

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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: BURTON SANDLES

Address: 163 THIRD AVE STE 244, NEW YORK, NY 10003-2523

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: BURTON SANDLES

Address: 163 THIRD AVE STE 244, NEW YORK, NY 10003-2523

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. BURTON SANDLES, PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMMERCIAL RECOVERY ASSOCIATES 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 THIRTEENTH DAY OF MAY, A.D. 1999.

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Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 05-13-99

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