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June 10, 1999

Florida Department of State  
Qualifications/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-06/14/99--01131--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madame:

Enclosed please find two Applications for Certificate of Authority for a Foreign Corporation and a copy of each to be filed on behalf of Luster CM, Inc., and Luster National, Inc. I have attached Certificates of Good Standing with each from the Corporations' home state of California. Filing fees for both corporations is included in the amount of \$157.50.

Please forward confirmation of the filing to the undersigned at the above address. Should you have any questions regarding these filings please contact the undersigned.

Very truly yours,

  
Anthony M. D'Eredita, Esq.

cc: Cory B. Attra

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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6/17

**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. Luster CM, 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. California 3. 94326899  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/30/95 5. "Perpetual"  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/1/99  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 420 Lexington Avenue, Suite 300  
New York, NY 10170  
(Current mailing address)

8. To engage in any lawful activity for which a corporation may be organized in the State of Florida  
(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: C T Corporation System

Office Address: c/o C T Corporation System, 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  
(Registered agent's signature)

**CHARLES W. MEYER**  
**ASSISTANT SECRETARY**

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)

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

Chairman: Robert Lusten

Address: 1550 Bryant Avenue, Suite 535  
San Francisco, California 94103

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

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

Director: B. Cory Attra

Address: 420 Lexington Avenue, Suite 300  
New York, New York 10170

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

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

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

President: Robert Lusten

Address: 1550 Bryant Avenue, Suite 535  
San Francisco, California 94103

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

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

Secretary: B. Cory Attra

Address: 420 Lexington Ave., Suite 300  
50 New York, New York 10170

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

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

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

13. X B. Cory Attra  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. B. Cory Attra Corporate Secretary  
(Typed or printed name and capacity of person signing application)

# State of California

## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 30th day of November, 19 95,

LUSTER CM, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

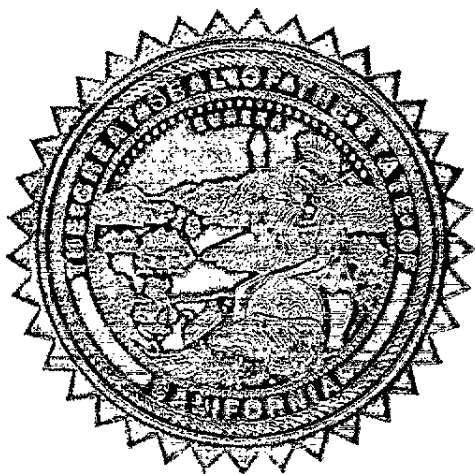
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

April 9, 1999



*Bill Jones*

Secretary of State