

# MO2000002557

King Distributors International LLC  
Requester's Name

King Dist Int'l  
23 South Main St  
Freeport NY 11590

400006444494--2  
-07/16/02--01036--010  
\*\*\*125.00 \*\*\*125.00

Office Use Only

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- \_\_\_\_\_  
(Corporation Name) (Document #)
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(Corporation Name) (Document #)
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(Corporation Name) (Document #)

- Walk in     Pick up time     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

### AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

### OTHER FILINGS

Name Availability	<input type="checkbox"/>
Document Examiner	DCC
Updater	<input type="checkbox"/> Annual Report <input type="checkbox"/> Fictitious Name
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC CR2E031(7/97)

### REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

1. Duration
2. Date first trans.
3. RA info
4. Cert.

Examiner's Initials

MO2000002557

8 pages

**TANTON  
AND  
COMPANY, LLP**  
Accountants & Consultants

July 12, 2002

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: King Distributors International LLC  
EIN: 02-0581573

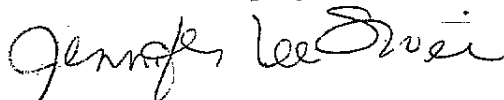
Dear Sir or Madam:

We are the accountants for the above referenced taxpayer. We are assisting the taxpayer with registration as a foreign limited liability company (LLC) with the state of Florida.

The taxpayer is a Delaware LLC formed on April 4, 2002. It has just recently sent in the form "Application by foreign limited liability company for authorization to transact business in Florida" with the required payment of \$125.00 for the application filing fee and the designation of registered agent fee. The form "Certificate of designation of registered agent" was not included in that package since we were waiting for an original signature from the registered agent we selected. We are now enclosing this form with the original signature for filing with the state of Florida. We have enclosed a **copy** of the filed form "Application by foreign limited liability company for authorization to transact business in Florida" for your reference. Again this is only a copy to supply you with the information that should be already received by your office.

Please process this form accordingly. Thank you for your attention. Please contact the undersigned with any questions.

Sincerely,  
Tanton And Company LLP



Jennifer Lee Swei



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 17, 2002

KING DISTRIBUTORS INTERNATIONAL LLC  
23 B SOUTH MAIN ST  
FREEPORT, NY 11590

SUBJECT: KING DISTRIBUTORS INTERNATIONAL LLC  
Ref. Number: W02000020689

We have received your document for KING DISTRIBUTORS INTERNATIONAL LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include the period of duration, which may be perpetual.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

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Diane Cushing  
Corporate Specialist

Letter Number: 702A00043966



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

August 6, 2002

KING DISTRIBUTORS INTERNATIONAL LLC  
23 B SOUTH MAIN ST  
FREEPORT, NY 11590

SUBJECT: KING DISTRIBUTORS INTERNATIONAL LLC  
Ref. Number: W02000020689

We have received your document for KING DISTRIBUTORS INTERNATIONAL LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

You must give a specific date or state Upon Qualification on line 6. Undetermined is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 402A00046832

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. King Distributors International LLC  
(Name of foreign limited liability company)

2. DELAWARE  
(Jurisdiction under the law of which foreign limited liability company is organized)

3. 02-0581573  
(FEI number, if applicable)

4. April 4, 2002  
(Date of Organization)

5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")

6. Undetermined April 4 2002  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 112 Page Lane  
Westbury NY 11590  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Keith Spinelli 112 Page Lane, Westbury NY 11590  
Francis Ciambalvo 62-58 60th Avenue, Maspeth NY 11385

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TALLAHASSEE, FLORIDA

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10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida:

Wholesale of prepaid phone cards

X [Signature]  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

X Keith Spinelli  
Typed or printed name of signee

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

King Distributors International LLC

2. The name and the Florida street address of the registered agent and office are:

CT CORPORATION SYSTEM  
(Name)

C/O CT CORPORATION SYSTEM, 1200 S. PINE ISLAND ROAD  
Florida street address (P.O. Box NOT ACCEPTABLE)

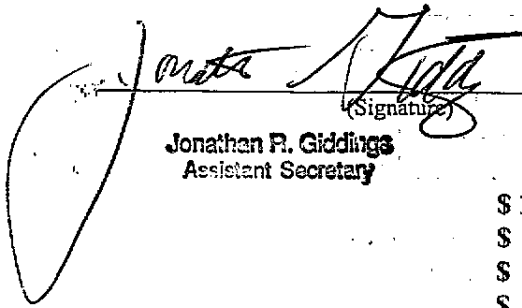
Plantation FL 33324  
(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

  
(Signature)

**Jonathan F. Giddings**  
Assistant Secretary

- \$ 100.00 Filing Fee for Application
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

# Delaware

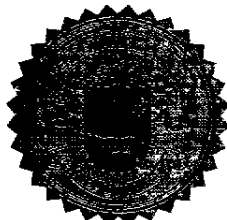
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KING DISTRIBUTORS INTERNATIONAL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JULY, A.D. 2002.

02 SEP 24 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3510584 8300

020457419

AUTHENTICATION: 1891342

DATE: 07-18-02