

M 98000000373



ACCOUNT NO. : 072100000032  
REFERENCE : 783229 4326408  
AUTHORIZATION : Patricia Pizzuti  
COST LIMIT : \$ 285.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4:18

ORDER DATE : April 15, 1998  
ORDER TIME : 9:09 AM  
ORDER NO. : 783229-015  
CUSTOMER NO: 4326408

CUSTOMER: Ms. Dale Robertson  
Coughlin & Gerhart  
State Street  
One Marine Midland Plaza  
Binghamton, NY 139022039

100002493051--2

FOREIGN FILINGS

NAME: VITE, LLC.

(Signature) (7)

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

BP  
4/20/98

RECEIVED  
98 APR 20 AM 9:49  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 20, 1998

CHRISTOPHER SMITH  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: VITE, LLC  
Ref. Number: W98000008729

# RESUBMIT

Please give original  
submission date as file date.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4:18

We have received your document for VITE, LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

In addition to the other application documents, the company must submit a page appointing a Florida Registered Agent, and the Agent must sign that page accepting the appointment.,

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 698A0002101

RECEIVED  
98 APR 20 PM 1:50  
DIVISION OF CORPORATIONS



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4: 18

The undersigned member or authorized representative of a member of Vite, LLC

Ronald DeBacco deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 70,000(est)
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 51,400 (est) . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 121,400(est) . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Ronald DeBacco

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY  
FLORIDA

VITE, LLC

Item #3

Accounts Receivable (Estimated)	47,600
Inventory (Est)	35,000
Fixed Assets – Computers(Est)	4,000
Accounts Payable Trade (Est)	< <u>35,200</u> >
Total Net	51,400

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4: 18

VITE, LLC  
BOARD OF MANAGERS

NAME	RESIDENCE ADDRESS	BUSINESS ADDRESS
Terence W. Ede	19 Coachman Lane Bethany, CT 06524-3334	166 Glover Avenue Norwalk, CT 06850
Ronald Stephens	12 Meadowbrook Rd. Newtown, CT 06470	166 Glover Avenue Norwalk, CT 06850
Robert A. Livingston	2613 Pine Bluff Drive Vestal, NY 13850	One Marine Midland Plaza 6 <sup>th</sup> Fl; East Tower Binghamton, NY 13902
Ronald DeBacco	228 Overlook Ave. Belleville, NJ 07109	166 Glover Avenue Norwalk, CT 06850
S. T. Song	612 Young CT. Alamo, CA 94507	8 <sup>th</sup> Fl. No. 76 PO AI Rd. Taipei, Taiwan
Paul Huron	13 Green Haven Rd. Salem, NH 03079	13 Green Haven Rd. Salem, NH 03079

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4:18

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4: 18

1. The name of the Limited Liability Company is:

Vite, LLC

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

Corporation Service Company

(Name)

1201 Ways Street

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

(City/State/Zip)

*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.*

  
(Signature)

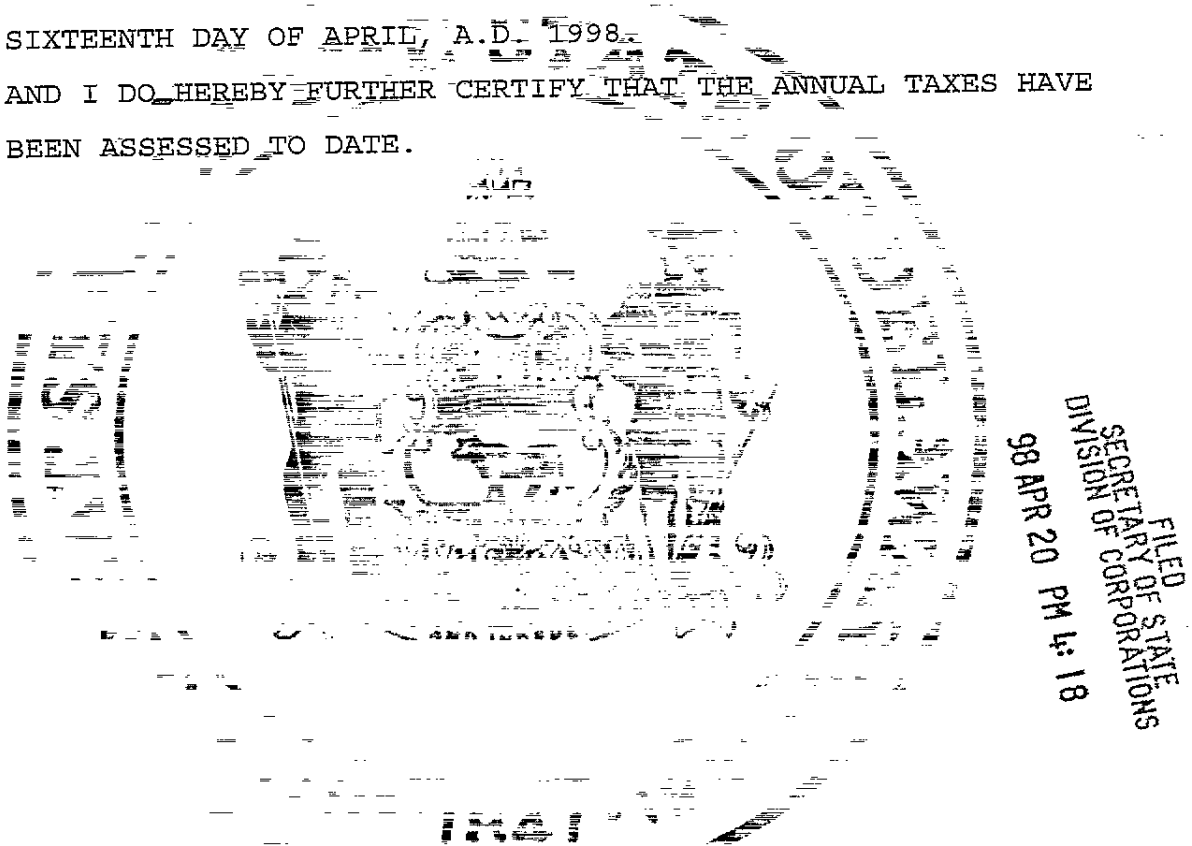
4-20-98  
(Date)

**Filing Fee: \$ 35 for Designation of Registered Agent**

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VITE, 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 SIXTEENTH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 20 PM 4: 18

2874722 8300

981144581

9029170

04-16-98



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: