

# M990000000713

**Trans World**  
MARKETING

April 22, 1999

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

Dear Sir or Madam:

Enclosed please find the following:

1. Application by Foreign LLC for Authorization to Transact Business in Florida;
2. Affidavit of Membership and Contributions of Foreign LLC;
3. Certificate of Designation of Registered Agent/Registered Office; and
4. A check in the amount of \$285 for fees.

If you have any questions, please do not hesitate to contact me.

Sincerely,



William V. Carafello  
Corporate Vice President  
General Manager

WVC:GC

Enclosure

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DIVISION OF CORPORATIONS  
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W99-10704

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

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

1. Millennium Modular Retail Systems, LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. New Jersey  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 22-3634753  
(FEI number, if applicable)
4. February 18, 1999  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. To date no sales have been transacted. Payroll began on February 18, 1999.  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 360 Murray Hill Parkway  
East Rutherford, NJ 07073  
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
James D. Cavaluzzi	<del>President</del> MGR		
360 Murray Hill Parkway			
E. Rutherford, NJ 07073			

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

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

The undersigned member or authorized representative of a member of \_\_\_\_\_  
Millennium Modular Retail Systems, LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 25,000;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ 0;  
(A description of the property is attached and made a part hereto.)  
and

4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 25,000;  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**Signature of a member or an 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.)

\_\_\_\_\_  
James D. Cavaluzzi

Typed or printed name of signee

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DALLAS COUNTY, TEXAS

**Filing Fee: \$250.00 for Application and Affidavit**

**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:

Millennium Modular Retail Systems, LLC

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

Michael Miville

(Name)

373 Lantana Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Sarasota

FL

34243

City/State/Zip

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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.*

Michael Miville

(Signature)

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

STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
LONG FORM STANDING WITH OFFICERS AND DIRECTORS

**MILLENNIUM MODULAR RETAIL SYSTEMS, L.L.C.**

With the Previous or Alternate Name  
**MILLENNIUM RETAIL SYSTEMS, L.L.C.**

*I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Limited Liability Company was registered by this office on February 4, 1999.*

*As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.*

*I further certify that the registered agent and registered office are:*

*Andrew J Stamelman Esq  
Riker Danzig Scherer Et Al  
One Speedwell Avenue  
Morristown, NJ 07962*

*I further certify that as of the date of this certificate, no officers or directors were on file for this business.*

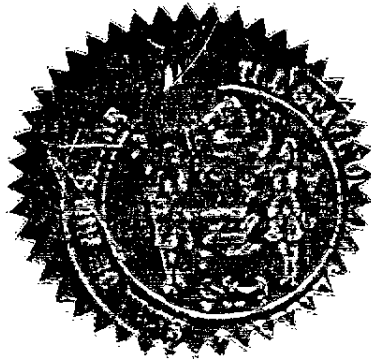
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STATE OF NEW JERSEY  
DEPARTMENT OF TREASURY  
LONG FORM STANDING WITH OFFICERS AND DIRECTORS

MILLENNIUM MODULAR RETAIL SYSTEMS, L.L.C.

With the Previous or Alternate Name  
MILLENNIUM RETAIL SYSTEMS, L.L.C.



IN TESTIMONY WHEREOF, I have  
hereunto set my hand and  
affixed my Official Seal  
at Trenton, this  
12th day of April, 1999

*James A. DiEleuterio, Jr.*

James A DiEleuterio, Jr.  
Treasurer

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