



THE UNITED STATES
CORPORATION
COMPANY

119900000/218

ACCOUNT NO. : 072100000032

REFERENCE : 322139 9384A

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 285.00

ORDER DATE : July 28, 1999

ORDER TIME : 2:33 PM

ORDER NO. : 322139-005

CUSTOMER NO: 9384A

800002949738--7

CUSTOMER: Ms. Denise Stamm
Siegfried Rivera Lerner &
Suite 1102
201 Alhambra Circle
Coral Gables, FL 33134

FOREIGN FILINGS

NAME: YORK HUNTER INTERIORS/FRANKL
GROUP, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
99 AUG -3 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG -3 PM 4:39
TALLAHASSEE, FLORIDA

5-4-99

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. YORK Hunter Interiors / Frankel Group, 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 York
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-406-8925
(FBI number, if applicable)
4. 7/14/99
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1372 Broadway - 17th Floor
New York N.Y. 10018
(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:

Andreas Frankel MGRM
1372 Broadway
New York N.Y. 10018
Kenneth M. Colao MGRM
1372 Broadway
New York N.Y. 10018

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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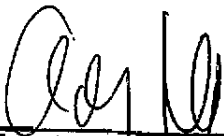
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. 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 member or authorized representative of a member of York Hunter Interiors/
Frankl Group, 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 \$ 500,000;
- 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 \$ 500,000.
(This total includes amounts from 2 and 3 above.)

x 
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.)

ANDRAS FRANKL
Typed or printed name of signer

Filing Fee: \$250.00 for Application and Affidavit

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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:

YORK Hunter Interiors/ FRANKL Group, LLC

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

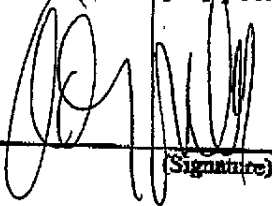
Stuart H. Sobel, Esq. c/o
Siegfried River et al.
(Name)

201 Alhambra Circle - Ste 1102
Florida street address (P.O. Box NOT ACCEPTABLE)

CORAL GABLES, FL 33134
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.

X By:


(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

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TALLAHASSEE, FLORIDA

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**State of New York } ss:
Department of State**

I hereby certify, that YORK HUNTER INTERIORS/FRANKL GROUP, LLC a NEW YORK limited liability company filed a Certificate of Articles of Organization pursuant to section 203 of the Limited Liability Company Law on 07/14/1999, and that the limited liability company is subsisting so far as shown by the records of the Department.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 27th day of July
one thousand nine hundred and
ninety-nine.*



Special Deputy Secretary of State

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