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CR CORPORATION SYSTEM

660 EAST JEFFERSON STREET  
Requestor's Name  
TALLAHASSEE, FL 32301  
Address  
222-1092  
City State Zip Phone

800001582  
-07/02/96--01121-032  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Pacific International Services Inc

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. Pacific International Services 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. Delaware  
(State or country under the law of which it is incorporated)

3. 13-3763119  
(FEI number, if applicable)

4. February 2, 1994  
(Date of incorporation)

5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 617.156, F.S.))

7. Pacific International Services Inc.  
65 East 55th Street, New York, New York 10022  
(Current mailing address)

8. Shipping related  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

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 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.*

C T CORPORATION SYSTEM  
  
(Registered agent's signature) (Officer)

Kevin J. Gallagher, Asst. V.P.

(Type Name and Title of Officer)

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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:

A. DIRECTORS

DIRECTOR: ~~XXXXXXXXXX~~ Carlos A. Aguirre  
Address: 65 East 55th Street  
New York, New York 10022

DIRECTOR: ~~XXXXXXXXXX~~ Carlos Ahlstrom  
Address: 65 East 55th Street  
New York, New York 10022

Director: Michael Bergen  
Address: 65 East 55th Street  
New York, New York 10022

Director: Edward W. Hickey  
Address: 65 East 55th Street  
New York, New York 10022

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B. OFFICERS

President: Carlos A. Aguirre  
Address: 65 East 55th Street  
New York, New York

Vice President: Michael Bergen  
Address: 65 East 55th Street  
New York, New York 10022

Secretary: Carlos Ahlstrom  
Address: 65 East 55th Street  
New York, New York 10022

Treasurer: Edward W. Hickey

Address: 65 East 56th Street

New York, New York 10022

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

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

14. Michael Bergen - Vice President  
(Typed or printed name and capacity of person signing application)

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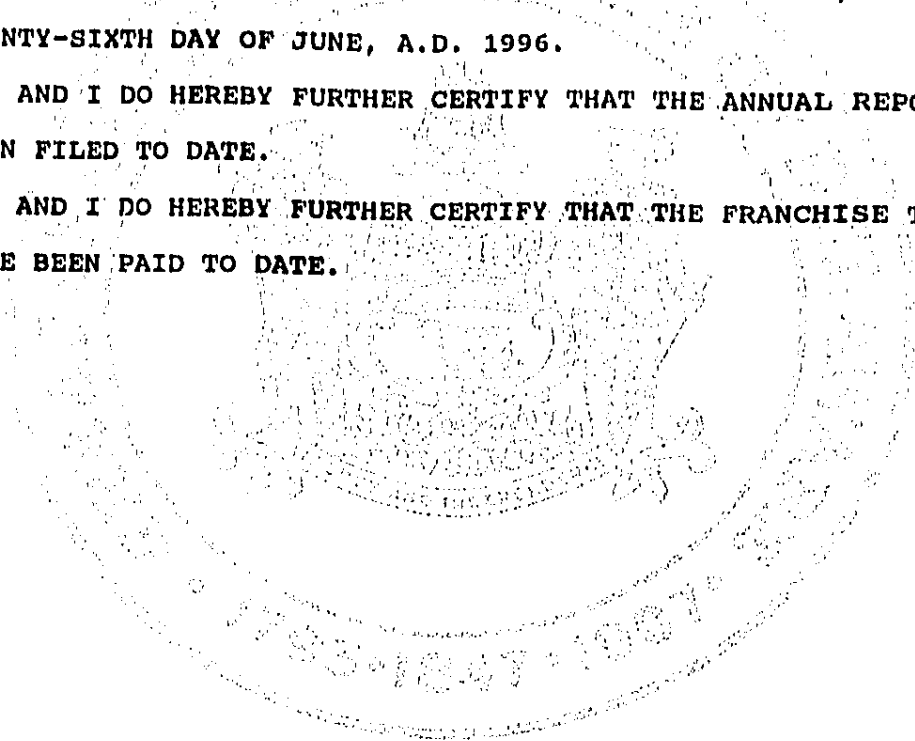
State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PACIFIC INTERNATIONAL SERVICES INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8003710

DATE:

06-26-96