

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SADDLE RIVER ASSOCIATES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

W04-12353

Paul B. Erickson
(Name of Person)

Alley, Maass, Rogers & Lindsay, P.A.
(Firm/Company)

321 Royal Poinciana Plaza
(Address)

Palm Beach, FL 33480
(City/State and Zip code)

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DIVISION OF CORPORATIONS
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For further information concerning this matter, please call:

Paul B. Erickson at (561) 659-1770
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 30, 2004

PAUL B. ERICKSON
ALLEY, MAASS, ROGERS & LINDSAY, P.A.
321 ROYAL POINCIANA PLAZA
PALM BEACH, FL 33480

SUBJECT: SADDLE RIVER ASSOCIATES, INC.
Ref. Number: W04000012353

We have received your document for SADDLE RIVER ASSOCIATES, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 804A00020716

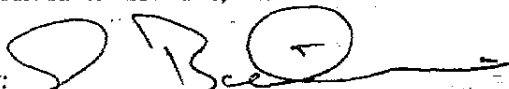
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AFFIDAVIT

The undersigned, Edward Botwinick, hereby affirms as follows:

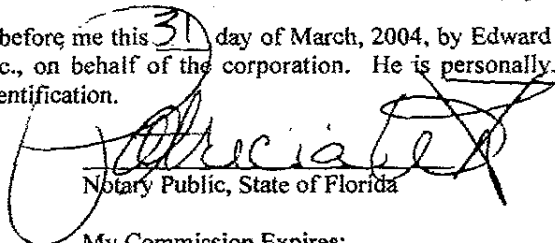
1. He is the President of Saddle River Associates, Inc., a Delaware corporation.
2. Saddle River Associates, Inc. wishes to qualify to do business in the State of Florida commencing January 1, 2004 and has not transacted business in Florida prior to that time.
3. Saddle River Associates, Inc. has engaged in lending transactions and has maintained litigation in the courts of Florida during 2003, which activities are exempt from the requirement for qualifying to do business under Florida Statute 607.1501(2).

Saddle River Associates, Inc.

By: 
 Edward Botwinick, President

State of Florida)
)
 County of Martin)

The foregoing instrument was acknowledged before me this 31 day of March, 2004, by Edward Botwinick, President of Saddle River Associates, Inc., on behalf of the corporation. He is personally known to me or has produced NA as identification.


 Notary Public, State of Florida

(Notary Seal)

My Commission Expires:

226763/24782

OFFICIAL NOTARY SEAL
 PATRICIA ANN WHITE
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. DD164844
 MY COMMISSION EXP. NOV. 17, 2006

OFFICIAL NOTARY SEAL
 PATRICIA ANN WHITE
 NOTARY PUBLIC STATE OF FLORIDA
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. Saddle River Associates, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 22-2825901
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/25/1987 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 09/10/2003
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1209 Orange Avenue, Wilmington, DE 19801
(Principal office address)

Same
(Current mailing address)

8. Any lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

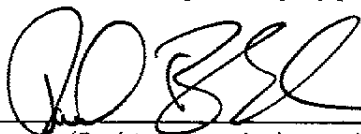
Name: Paul B. Erickson

Office Address: 321 Royal Poinciana Plaza

Palm Beach, Florida 33480
(City) (Zip code)

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10. Registered agent's 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.


(Registered agent's signature)

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Edward Botwinick

Address: P.O. Box 749

Stuart, FL 34995

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Edward Botwinick

Address: P.O. Box 749

Stuart, FL 34995

Vice President: _____

Address: _____

Secretary: Victoria A. Brown

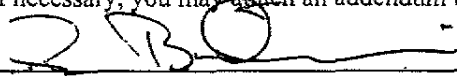
Address: P.O. Box 749

Treasurer: Stuart, FL 34995

Address: _____

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Edward Botwinick, President
(Typed or printed name and capacity of person signing application)

Delaware

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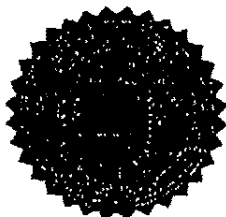
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SADDLE RIVER ASSOCIATES, 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 FIFTH DAY OF MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SADDLE RIVER ASSOCIATES, INC." WAS INCORPORATED ON THE TWENTY-FIFTH DAY OF AUGUST, A.D. 1987.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2972963

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DATE: 03-05-04