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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: A & A Building Systems Corporation
(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:

<u>Fredrick Esposito</u>	000001895260 -07/16/96--01149--013 *****78.75 *****78.75
(Name of Person)	
<u>A & A Building Systems Corporation</u>	
(Firm/Company)	
<u>741 Alexander Road</u>	
(Address)	
<u>Princeton, New Jersey 08540</u>	
(City/State/Zip)	

Should you need to call someone concerning this matter, please call:

<u>William M. England</u>	at (609)	452-0580	
(Name of Person)			(Area Code & Daytime Telephone Number)	

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

A&A BUILDING SYSTEMS CORPORATION

741 Alexander Road
Princeton, New Jersey 08540

(609) 987-9800

FAX (609) 452-9254

July 10, 1996

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Dear Qualification/Tax Lien Section:

Enclosed please find the following documents as required to register as a corporation to transact business in the State of Florida:

- Transmittal Letter
- Application
- Certificate of Existence
- Check for \$78.75 (\$70.00 registration fee and \$8.75 for a Certificate of Status)

It is my understanding that a letter of acknowledgement will be issued upon registration.

Should you have any questions or require any additional information, please do not hesitate to contact me.

Very truly yours,

A&A BUILDING SYSTEMS CORP.



William M. England, P.E.
President

WME/sr
Enclosures

**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. A & A Building Systems Corp
(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. New Jersey 3. 22-3425955
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 25, 1996 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist "perpetual")
6. No business transacted to date in Florida
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
7. 741 Alexander Road
Princeton, New Jersey 08540
(Current mailing address)
8. Engineering, Building Design Services, Construction
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Lois Feuerbach

Office Address: c/o V.I.P.
1000 W. Emmett Street, Suite 102
Kissimmee, Florida, 34741
(Zip Code)

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.

Lois A. Feuerbach
(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.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Fredrick Esposito

Address: 741 Alexander Road
Princeton, New Jersey 08540

Vice Chairman: N/A

Address: _____

Director: William M. England, P.E.

Address: 741 Alexander Road
Princeton, New Jersey 08540

Director: James A. Ruddiman, P.E.

Address: 741 Alexander Road
Princeton, New Jersey 08540

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B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: William M. England (also serves as Secretary)

Address: 741 Alexander Road
Princeton, New Jersey 08540

Vice President: James A. Ruddiman (also serves as Treasurer)

Address: 741 Alexander Road
Princeton, New Jersey 08540

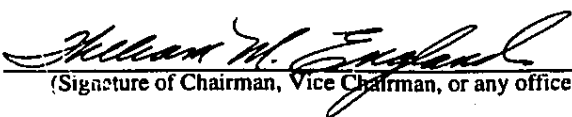
Secretary: See above

Address: _____

Treasurer: See above

Address: _____

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

13.  7/20/96
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William M. England, President and Secretary
(Typed or printed name and capacity of person signing application)

State of New Jersey



Department of State

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A & A BUILDING SYSTEMS CORP.

I, the Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that the records of this office show that the charter of the above-named corporation was filed in this office on the 25th day of January A.D. 1996 and so far as the records of this office show said corporation continues as an existing corporation in the State of New Jersey.

I FURTHER CERTIFY, that the location of the registered office is 39 Sutton Drive, Manalapan, New Jersey 07726 and the registered agent is Frederick Esposito.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal at Trenton this 27th day of June A.D. 1996.

Donna R. Hooley

SECRETARY OF STATE

