

F99000000437

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Labtest International, 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: 100002751311--7

Andrew J. Bonavia
(Name of Person)

-01/22/99--01054--002
*****70.00 *****70.00

Thaler & Thaler
(Firm/Company)

309 North Tioga Street, P.O. Box 266
(Address)

Ithaca, New York 14851-0266
(City/State/Zip)

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

Andrew J. Bonavia at (607) 272-2314
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
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01/22

STREET ADDRESS:

Qualification/Tax Lien Section
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

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

**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. Labtest International, 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. 16-1541809 (FEI number, if applicable)
4. December 24, 1997 (Date of incorporation)
5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
6. None (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Labtest International, Inc.
40 Commerce Way, Unit B, Totowa, New Jersey 07512
(Current mailing address)
8. Inspection and certification audit services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

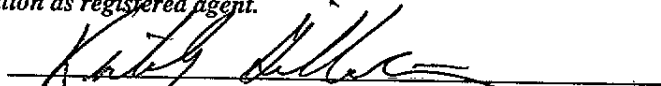
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9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System
 Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
 (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.


 (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 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: None

Address: _____

Vice Chairman: None

Address: _____

Director: Raymond Kong

Address: 2/F, Garment Centre, 576 Castle Peak Road
Kowloon, Hong Kong

Director: Timothy Courossi

Address: 593 Massachusetts Avenue
Boxborough, Massachusetts 01719

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

President: Raymond Kong

Address: 2/F Garment Centre, 576 Castle Peak Road
Kowloon, Hong Kong

Vice President: John Kupsch

Address: 40 Commerce Way, Unit B
Totowa, New Jersey 07512

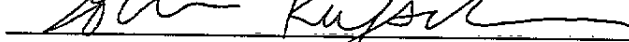
Secretary: Christina Law

Address: 2/F Garment Centre, 576 Castle Peak Road
Kowloon, Hong Kong

Treasurer: Timothy Courossi

Address: 593 Massachusetts Avenue
Boxborough, Massachusetts 01719

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. John Kupsch, 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 PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LABTEST INTERNATIONAL, 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 SEVENTEENTH DAY OF DECEMBER, A.D. 1998.

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9471722

DATE: 12-17-98