

Filing Fee: \$150.00  
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 115319



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**APPLICATION FOR CERTIFICATE OF AUTHORITY**  
(To Be Filed in Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Botnick/5 Ventures, Inc. <sup>02C</sup>

2. It is incorporated under the laws of New York

3. The name, if different, which it elects to use in Rhode Island is:  
(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:  
\_\_\_\_\_  
(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:  
\_\_\_\_\_

4. The date of its incorporation is 9/3/68 and the period of its duration is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 159-163 Front Street / P.O. Box 765, Binghamton, New York 13902-0765

6. The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900  
(Street Address, not P.O. Box)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Corporation Service Company  
(Name of Agent)

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Any activities in which corporations may lawfully engage including the operation of a retail and wholesale laundry and dry cleaning business.

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	<u>See attached officers/directors rider</u>	_____
Director	_____	_____
President	_____	_____
Vice President	_____	_____
Treasurer	_____	_____
Secretary	_____	_____

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9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
35,000	Class A common		\$1.00
221,000	Class B common		\$1.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
25,195	Class A common		\$1.00
220,109	Class B common		\$1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 27,800,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0%. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 30,200,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 198,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is .655 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 11/6/00

Botnick / S Ventures, Inc.  
 Print Exact Name of Corporation Making Application

By [Signature]  
Richard W. Botnick  
 President or  Vice President (check one)

By [Signature]  
Matthew Botnick  
 Secretary or  Assistant Secretary (check one)

STATE OF New York  
 COUNTY OF Broome

In Binghamton, on this 6<sup>th</sup> day of November, 2000, personally appeared before me Richard W. Botnick and Matthew Botnick who, being by me first duly sworn, declared that he/she is the Pres. and Sec. respectively of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]  
 Notary Public  
 My Commission Expires: 10/9/02

VERNA J. KICSAK  
 Notary Public, State of New York  
 Qualified in Broome Co. No. 01K14973055  
 Expires 10/9/02

**OFFICERS/DIRECTORS RIDER**

**OFFICERS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Richard W. Botnick	President/CEO	197 Riverside Drive Binghamton, New York 13905
Dorothy S. Botnick	Vice President	197 Riverside Drive Binghamton, New York 13905
Matthew Botnick	Vice President/Secretary	2097 W. Hamton Road Binghamton, New York 13905
Richard S. Botnick	Treasurer	150 Spruce lane Auburn, New Hampshire 03032

**DIRECTORS**

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Richard W. Botnick	Director	197 Riverside Drive Binghamton, New York 13905
Dorothy S. Botnick	Director	197 Riverside Drive Binghamton, New York 13905
Matthew Botnick	Director	2097 W. Hamton Road Binghamton, New York 13905

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*State of New York* }  
*Department of State* } <sup>ss:</sup>

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**NOV 10 2000**



A handwritten signature in black ink, appearing to read "J. Leub", followed by a horizontal line extending to the right.

*Special Deputy Secretary of State*