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TO:

Registration Section

Division of Corporations VC Textile, a California Corporation SUBJECT: (Name of corporation - must include suffix) -02/04/02--01032 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: Thomas J. Georgouses (Name of Person) Stammer, McKnight, Barnum & Bailey (Firm/Company) 2540 W. Shaw Lane, Suite 110 (Address) Fresno, CA 93711 (City/State and Zip code) For further information concerning this matter, please call: Thomas J. Georgouses at (559) 449-0571 (Name of Person) (Area Code & Daytime Telephone Number) STREET ADDRESS: **MAILING ADDRESS:** Registration Section Registration Section Division of Corporations Division of Corporations 409 E. Gaines St. P.O. Box 6327 Tallahassee, FL 32399 Tallahassee, FL 32314 Enclosed is a check for the following amount: □ \$70.00 Filing Fee Cl \$78.75 Filing Fee & 2 \$87.50 Filing Fee; □ \$78.75 Filing Fee & Certificate of Status Certified Copy 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. <u>VC. Textile</u>, a California Corporation (Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" of 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. <u>California</u> (State or country under the law of which it is incorporated) (FEI number, if applicable) 10-03-01 _____ 5. <u>Perpetual</u> (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual") 11-5-01 (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. 3701 N.W. 37th Ave.; Miami. FL 33142 (Principal office address) 2360 S. Orange Ave.; Fresno, CA 93725 (Current mailing address) 8. Textile (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) Mr. Blass Castillo Name: 3701 N.W. 37th Ave. Office Address: , Florida <u>33142</u> (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.

> Messelly (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.

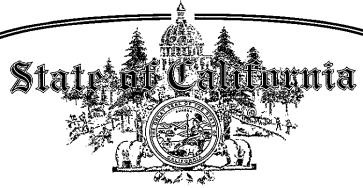
A. DIRECTORS Chairman: Vahan Chamlian Address: 7452 N. Van Ness Extension Fresno, CA 93711 Director Ketty Chamlian 2607 Westlake Van Ness Circle Address: Fresno, CA 93711 Director: Michael Bouskos Address: 2128 W. Spruce Fresno, CA 93711 Director: Walter Levoff Address: 28802 Teal Terrace Malibu, CA 90265 **B. OFFICERS** President: Walter Levoff Address: 28802 Teal Terrace Malibu, CA 90265 Vice President: Michael Bouskos_____ Address: 2128 W. Spruce Fresno, CA 93711 Secretary: Ketty Chamlian 2607 Westlake Van Ness Circle; Fresno, CA Treasurer: Ketty Chamlian 2607 Westlake Van Ness Circle; Fresno, CA 93711 Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) 14. Michael Bouskos; Vice-President

(Typed or printed name and capacity of person signing application)

12. Names and business addresses of officers and/or directors:

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

A. DIRECTORS Director: Luis Lifman Address: 3701 N.W. 37th Ave. Miami, FL 33142 B. OFFICERS Vice-President: Luis Lifman Address: 3701 N.W. 37th Ave. Miami, FL 33142



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 3rd day of October 2001,

V.C. TEXTILE, A CALIFORNIA CORPORATION

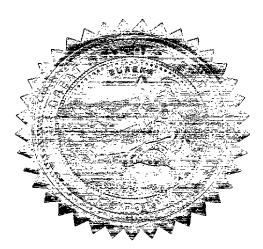
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger of consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 3 1 2002.

BILL JONES
Secretary of State