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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

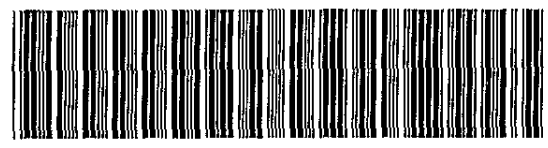
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
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GERALD WEINBERG, P.C.

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Albany, New York 12207

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Telephone (800) 342-9856
Fax (800) 354-3381

December 9, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

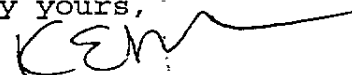
Re: SUNSHINE FABRICS CO., INC.

Enclosed herein please find an original and (1) ONE copy of the Application by Foreign Corporation for Authorization to Transact Business in Florida for the above named New York corporation. Enclosed please find a check made payable to Florida Department of State in the amount of \$70.00 for the corporate filing fees and a Certificate of Status.

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DIVISION OF CORPORATIONS
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TALLAHASSEE, FLORIDA
02 DEC 10 AM '02

Thank you for giving this matter your attention.

Very truly yours,



Katherine E. Mitchell
Legal Assistant

encs

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. SUNSHINE FABRICS CO., 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. New York 3. 61-1429680
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 21, 2002 5. perpetual
(Date of incorporation) (Duration: Your corp. will cease to exist or "perpetual")
6. upon qualification
(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. c/o Maryl Gabay, 9 The Intervale, Roslyn Estates, NY 11576
(Principal office address)
same as above
(Current mailing address)
8. Manufacture and distribution of fabrics and textiles.
(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: Victor Schwartz
- Office Address: 19517 Planters Point Drive
Boca Raton, Florida 33434
(City) (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.

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2002 DEC 10 AM 11:17

STATUS AND BUSINESS addresses of officers and/or directors:

A. DIRECTORS

Chairman: Meryl Gabay
Address: 9 The Intervale
Roslyn Estates, NY 11576

Vice Chairman: Victor Schwartz
Address: 19517 Planters Point Drive
Boca Raton, FL 33434

Director: Meryl Gabay
Address: 9 The Intervale
Roslyn Estates, NY 11576

Director: Victor Schwartz
Address: 19517 Planters Point Drive
Boca Raton, FL 33434

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B. OFFICERS

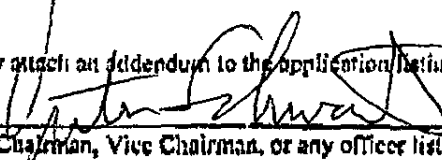

President: Meryl Gabay
Address: 9 The Intervale
Roslyn Estates, NY 11576

Vice President: Victor Schwartz
Address: 19517 Planters Point Drive
Boca Raton, FL 33434

Secretary: Victor Schwartz
Address: 19517 Planters Point Drive, Boca Raton, FL 33434

Treasurer: Meryl Gabay
Address: 9 The Intervale, Roslyn Estates, NY 11576

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. Meryl Gabay, Chairman
(Typed or printed name and capacity of person signing application)

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of SUNSHINE FABRICS CO., INC. was filed on 10/21/2002, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.



Witness my hand and the official seal of the Department of State at the City of Albany, this 06th day of December two thousand and two.

A handwritten signature in black ink, appearing to read "Roy A. Denis", is written over the official seal area.

Secretary of State

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