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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

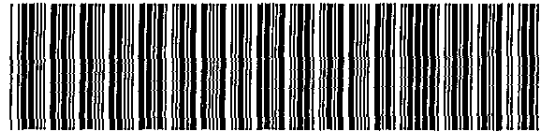
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CON. DIVISION

APPROVED
AND
FILED

JP
4-29-03

CT CORPORATION SYSTEM

April 29, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5795320 WO
Customer Reference 1: None
Customer Reference 2: L.S. Wholesale, Inc. Qual

Dear Secretary of State, Florida:

Please file the attached:

L.S. Wholesale, Inc. (MA)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

03 APR 29 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

**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. L.S. Wholesale, 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. Massachusetts 3. 66-0439580
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/06/1987 5. Perpetual
(Date of incorporation) (Duration: Year 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. CT CORPORATION SYSTEM, 101 FEDERAL STREET, BOSTON, MA 02110
(Principal office address)

161-B Crown Bay St. Thomas, VI 00802
(Current mailing address)

8. To operate and administer a retail business both inside and outside the state of Florida.
(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: c/o CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(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.

CT Corporation System

By: Committee Organ
(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.

03 APR 29 PM 1:14
STATE DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA
FILED AND

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Director of L.S. Wholesale, Inc., a corporation duly organized and existing under the laws of the State of Massachusetts, do hereby certify that the following resolution of the Board of Directors was duly adopted by unanimous consent on April 23, 2003.

RESOLVED that L.S. Wholesale, Inc., organized and existing under the laws of the State of Massachusetts, hereby adopts the name Little Switzerland Wholesale, Inc. as a fictitious name for use in the State of Florida for all purposes; and further resolved that all activities and business of the corporation within the State of Florida shall be carried out under the aforementioned fictitious name.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said corporation, on this 25th day of April, 2003.



Patrick B. Dorsey
Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHMENT

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

Address: _____

Vice President: _____

Address: _____

Secretary: _____

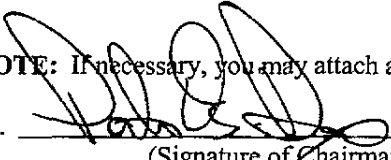
Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. Patrick B. Dorsey, Director
(Typed or printed name and capacity of person signing application)

OFFICERS & DIRECTORS

Name	Title	Business Address
Robert L. Baumgardner	Director	161-B Crown Bay, St. Thomas, VI 00802
Patrick B. Dorsey	Director	727 Fifth Avenue, New York, NY 10022
James E. Quinn	Director	727 Fifth Avenue, New York, NY 10022
Robert L. Baumgardner	President	161-B Crown Bay, St. Thomas, VI 00802
Patrick J. Hopper	Treasurer/ Secretary	161-B Crown Bay, St. Thomas, VI 00802

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

April 28, 2003

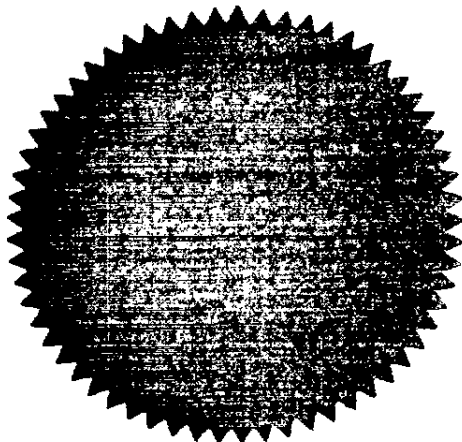
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

L.S. WHOLESALE, INC.

is a domestic corporation organized on **October 6, 1987**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth