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Fee Ex Courier An Bill
For Return Attached

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: New York USA 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:

Phyllis Jacobs
(Name of Person)
Global Corporate Services Inc.
(Firm/Company)
7920 Royal Lake TR
(Address)
Lake Worth FL 33467
(City/State and Zip code)

For further information concerning this matter, please call:

Phyllis Jacobs at (561) 968 6611
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration 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. The name of the corporation applying for authorization to transact business in the State of Florida is New June USA Inc.**
- 2. New June USA Inc. was incorporated under the laws of the State of Delaware, incorporated on is the 28th day of January 2003.**
- 3. The FEIN for New June USA Inc. is 76-0723493.**
- 4. The period of duration for New June USA Inc. is perpetual from the date of filing with the State of Delaware, unless sooner dissolved or as provided by Delaware State law.**
- 6. The date business was first transacted business in Florida will be this date this 10th day of December 2005.**
- 7. The principal office address in the State of Delaware for New June USA Inc. is One Commerce Center, 1201 N. Orange Street Suite 723, Wilmington, DE 19801, County of New Castle. The registered agent in charge thereof is GLOBAL CORPORATE SERVICES, INC.**
- 8. The principal office address in the State of Florida for New June USA Inc. is 1444 NW 82nd Avenue, Miami, FL 33126 county of Dade.**
- 9. The registered agent in charge thereof is GLOBAL CORPORATE SERVICES, INC. located at 7920 royal Lace Terrace, Lake Worth, FL 33467, County of Palm Beach.**
- 10. The nature of the business and, the objects and purposes proposed to be transacted, promoted and carried on, are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world viz: *The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the general Corporation law of Florida.***

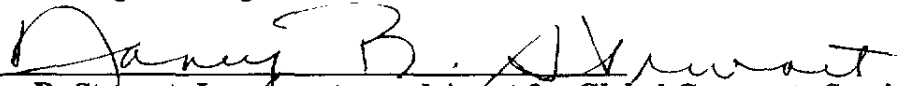
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TALLAHASSEE, FLORIDA

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11. 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.


Nancy B. Stewart, Incorporator and Agent for Global Corporate Services, Inc.

12. 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. The names and business addresses of officers and/or directors are as follows:

A. DIRECTORS

Kevin Smit, Director of
1444 NW 82nd Avenue, Miami, FL 33126


B. OFFICERS

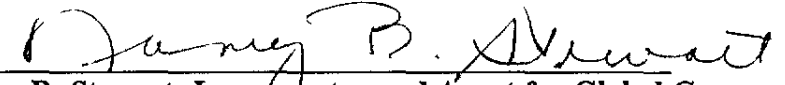
Kevin Smit, President of
1444 NW 82nd Avenue, Miami, FL 33126

Kevin Smit, Vice President of
1444 NW 82nd Avenue, Miami, FL 33126

Kevin Smit, Secretary of
1444 NW 82nd Avenue, Miami, FL 33126

Kevin Smit, Treasurer of
1444 NW 82nd Avenue, Miami, FL 33126


Nancy B. Stewart with Power of Attorney for Kevin Smit, President


Nancy B. Stewart, Incorporator and Agent for Global Corporate Services, Inc.

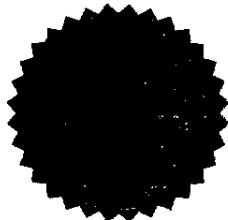
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEW JUNE USA 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 TWENTY-SECOND DAY OF DECEMBER, A.D. 2005.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 4397954

DATE: 12-22-05