

F15000000958

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

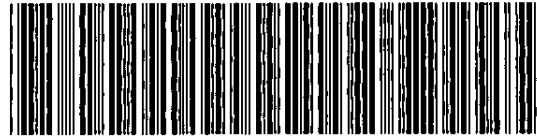
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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**CORPORATE
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WALK IN

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- CERTIFIED COPY _____
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1. Poltrona Frau Group North America, Inc.
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS: _____

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: POLTRONA FRAU GROUP NORTH AMERICA, 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," or "Certificate of Good Standing" 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:

FILIPPO CINOTTI

Name of Person

CINOTTI LLP

Firm/Company

11 BROADWAY, STE 368

Address

NEW YORK, NY 10004

City/State and Zip code

cfioroni@cinottistone.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Filippo Cinotti

at (212) 825-0489

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

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

MAILING ADDRESS:

New Filing 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. POLTRONA FRAU GROUP NORTH AMERICA, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York 3. (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 16, 2005 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 151 Wooster Street - New York, NY 10012 (Principal office address)

151 Wooster Street - New York, NY 10012 (Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Cinotti LLP

Office Address: 66 W Flagler Street

Miami, Florida 33130
(City) (Zip code)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED AND FILED

9. 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.

Filippo Cinotti
By: [Signature]
(Registered agent's signature)

10. 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.

APPROVED
AND
FILED

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

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A. DIRECTORS

Chairman: FEDERICO MATERAZZI
Address: 151 WOOSTER STREET - NEW YORK, NY 10012

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____
Address: _____

Director: FRANCESCO MONTANI
Address: 151 WOOSTER STREET - NEW YORK, NY 10012

Director: GIANLUCA ARMENTO
Address: 151 WOOSTER STREET - NEW YORK, NY 10012

B. OFFICERS

President: FEDERICO MATERAZZI
Address: 151 WOOSTER STREET - NEW YORK, NY 10012

Vice President: _____
Address: _____

Secretary: FILIPPO CINOTTI
Address: 11 BROADWAY, STE 368 - NEW YORK, NY 10004

Treasurer: FRANCESCO MONTANI
Address: 151 WOOSTER STREET - NEW YORK, NY 10012

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. FILIPPO CINOTTI (Secretary)
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of POLTRONA FRAU GROUP NORTH AMERICA, INC. was filed on 02/16/2005, under the name of CAP DESIGN USA, INC., 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 an existing corporation.

A Certificate of Amendment CAP DESIGN USA, INC., changing its name to POLTRONA FRAU GROUP NORTH AMERICA, INC., was filed 11/24/2010.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 04th day of March
two thousand and fifteen.*

A handwritten signature in cursive script that reads "Anthony Giardina".

Anthony Giardina
Executive Deputy Secretary of State