

F96000005147

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: MASTER DESIGN INTERNATIONAL LIMITED
(Name of corporation - must include suffix)

W96-18686

500001940039
-03/05/96--01085--006
*****70.00 *****70.00

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:

VARUJAN ARKARAKAS
(Name of Person)

500001965475
-10/04/96--01082--001
*****400.00 *****400.00

MASTER DESIGN INTERNATIONAL LIMITED
(Firm/Company)

6023-26th STREET W. #345
(Address)

BRADENTON, FLORIDA 34207
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

VARUJAN ARKARAKAS at (800) 268-1897
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
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W96/18686

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 6, 1996

VARUJAN ARKARAKAS
MASTER DESIGN INTERNATIONAL LTD.
6023-26TH STREET W. #345
BRADENTON, FL 34207

SUBJECT: MASTER DESIGN INTERNATIONAL LTD.
Ref. Number: W96000018686

We have received your document for MASTER DESIGN INTERNATIONAL LTD. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 1, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$400.00.

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

When you add the corporate suffix, please also correct line 1 by abbreviating "Limited," so as to match the name as it appears on your certificate from Delaware and as it appears at the top of this letter.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 496A00041723

**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. MASTER DESIGN INTERNATIONAL LTD. "CORPORATION"
(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. DELAWARE
(State or country under the law of which it is incorporated)
3. 16-1390186
(FBI number, if applicable)
4. JANUARY 1991
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. FEBRUARY 1, 1994
(Date first transacted business in Fl. rida. (SEE SECTIONS 607.1501, 607.1502, AND 817.133, F.S.))
7. 6023-26th STREET W. #345 BRADENTON, FL 34207
(Current mailing address)

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8. SALE OF JEWELRY
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: JERRY STRASSMAN

Office Address: 6023-26th STREET W. #345
BRADENTON, Florida, 34207
(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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: VARUJAN ARKARAKAS

Address: 3130 BATHURST STREET SUITE 203

TORONTO, ONTARIO CANADA M6A 2A1

Director: NAZAR MADJARIAN

Address: 3130 BATHURST STREET SUITE 203

TORONTO, ONTARIO CANADA M6A 2A1

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: VARUJAN ARKARAKAS

Address: 3130 BATHURST STREET SUITE 203

TORONTO, ONTARIO CANADA M6A 2A1

Vice President: NAZAR MADJARIAN

Address: 3130 BATHURST STREET SUITE 203

TORONTO, ONTARIO CANADA M6A 2A1

Secretary: SAMUEL KLEINBERG

Address: 3130 BATHURST STREET SUITE 203

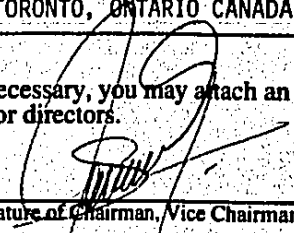
TORONTO, ONTARIO CANADA M6A 2A1

Treasurer: SAMUEL KLEINBERG

Address: 3130 BATHURST STREET SUITE 203

TORONTO, ONTARIO CANADA M6A 2A1

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)

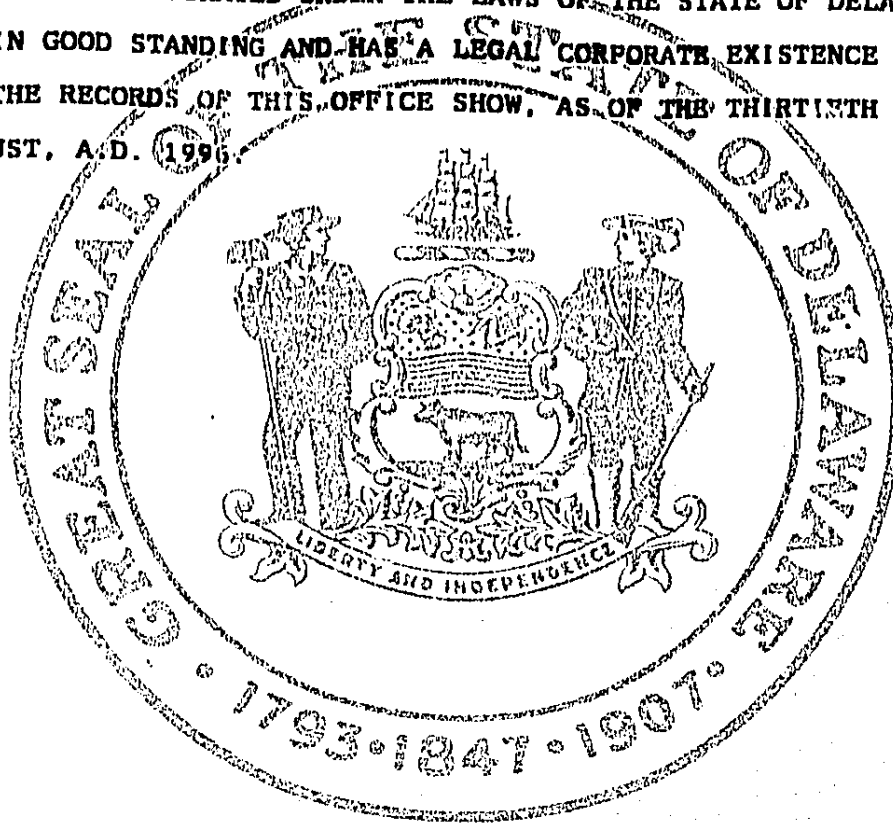
14. VARUJAN ARKARAKAS PRESIDENT
(Typed or printed name and capacity of person signing application)

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MASTER DESIGN INTERNATIONAL LTD." 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 THIRTIETH DAY OF AUGUST, A.D. 1996.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2253514 8300

960252131

AUTHENTICATION:

8087431

DATE:

08-30-96