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F98000004242

July 21, 1998

Florida Department of State
Qualification - Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 24 PM 12:45
07/24

RE: Nick Dana Enterprises Inc.

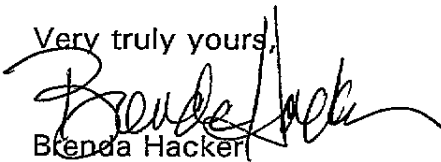
Gentlemen:

Enclosed please find a fully and properly completed Application by Foreign Corporation for Authorization to Transact Business in Florida, together with the original Certificate of Existence from the Commonwealth of Pennsylvania, Department of State, and my operating account check made payable to the Florida Department of State in the amount of \$78.75.

Kindly register the above referenced corporation as a foreign corporation authorized to transact business in the state of Florida at your earliest possible convenience. All future communications, both oral and written, should be directed to my attention at the above address and telephone number. I have enclosed a pre-addressed and stamped envelope for your convenience in returning a Certificate of Status to this office.

Thank you for your anticipated cooperation and prompt attention to this matter.

Very truly yours,


Brenda Hacker

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****78.75 ****78.75

BH/lc

Enc.

cc: Nick Dana Enterprises Inc.

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. Nick Dana Enterprises 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. Pennsylvania 3. 65-0844727
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 2, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. will commence August 1, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 859 East Oakland Park Boulevard
Oakland Park, Florida 33344
(Current mailing address)
8. sale of shoes and related accessories
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: Denny Shub

Office Address: 911 East Oakland Park Boulevard
Oakland Park, Florida, 33344
(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: Marlene Shub

Address: 6759 Newport Lake Circle

Boca Raton, Florida 33496

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Marlene Shub

Address: 6759 Newport Lake Circle

Boca Raton, Florida 33496

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Marlene Shub, sole officer & director
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Marlene Shub, sole officer and director
(Typed or printed name and capacity of person signing application)

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JULY 10, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

NICK DANA ENTERPRISES INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

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IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in black ink, appearing to read "G. K. K...", is written over a horizontal line.

Secretary of the Commonwealth

DBOH