

F 980000007053

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name
 660 East Jefferson Street
 Address
 Tallahassee, FL 32301 222-1092
 City State Zip Phone

CORPORATION(S) NAME

600002723956-9

12/29/98 01001-014
 *****70.00 *****70.00

GUY FRERES USA, INC.

TALLAHASSEE, FL 32301

98 DEC 28 AM 10:33

FILED

12/29

- Profit Amendment Merger
- NonProfit Dissolution/Withdrawal Mark
- Limited Liability Co. Annual Report Other UCC Filing
- Foreign Reservation Change of R.A.
- Limited Partnership Photo Copies Fic. Name
- Reinstatement Call When Ready Call if Problem After 4:30
- Certified Copy Walk In Pick Up
- Call When Ready Mail Out

| |
|-------------------|
| Name |
| Avallability |
| Document Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

12/28

PLEASE RETURN EXTRA COPIES FILE STAMPED

JEFFREY D. BUTTERFIELD

98 DEC 28 PM 10:29

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. GAY FRERES USA, 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. Delaware
(State or country under the law of which it is incorporated)

3. Applied for
(FEI number, if applicable)

4. October 22, 1998
(Date of incorporation)

5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. c/o Gay Frères Dorgay
74105 ANNEMASSE , FRANCE
(Current mailing address)

8. Wholesale Jewelry sales
(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:

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Connie Bryan
(Registered agent's signature) (Officer)
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type Name and Title of Officer)

FILED
98 DEC 28 AM 10:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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:

A. DIRECTORS

Chairman: Yves LAUMONIER

Address: Gay Frères Dorgay

74105 ANNEMASSE, FRANCE

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Yves LAUMONIER

Address: 74105 ANNEMASSE, FRANCE

Vice President: Stéphane SAYO

Address: 2655 SO Lejeune Road

Coral Gables, FL 33134

Secretary:

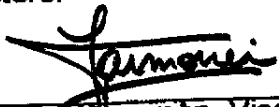
Address:

FILED
98 DEC 28 AM 10:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Treasurer: Monique LAUMONIER

Address: 74105 ANNEMASSE, FRANCE

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. Yves LAUMONIER, President
(Typed or printed name and capacity of person signing application)

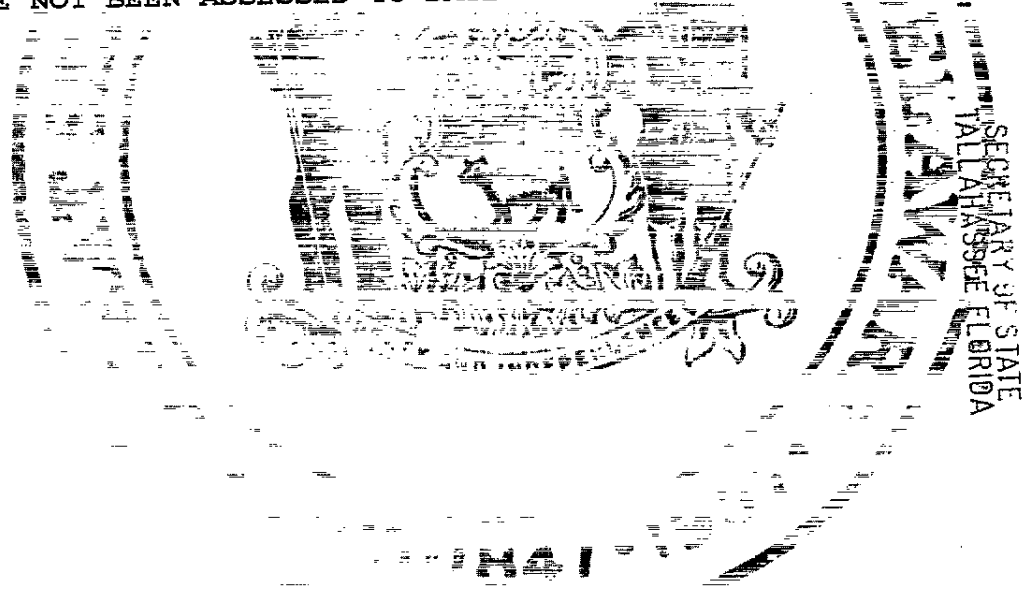
FILED
98 DEC 28 AM 10:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GAY FRERES 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-FOURTH DAY OF DECEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



98 DEC 28 AM 10:15

FILED



Edward J. Freel

Edward J. Freel, Secretary of State

2958210 8300

981501251

AUTHENTICATION: 9487292

DATE: 12-24-98