

05/27/1999 13:11

001385710470

RACHEL MARIO MACHADO

PAGE 13

F99000004706

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Glasverlag Edita Geißler GmbH
(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:

Mario Machado da Luz
(Name of Person)

Europe Design House Inc.
(Firm/Company)

777 N.W. 72nd Avenue Suite 1AA28
(Address)

Miami, Florida 33126
(City/State/Zip)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
09 SEP 10 PM 1:45

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

300002959133-3
-08/13/99-01056-009
*****87.50 *****87.50

Mario Machado da Luz at (786) 388 7100
(Name of Person) (Area Code & Daytime Telephone Number)

W99-19124

STREET ADDRESS:

Qualification/Tax Lien Section
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

AL

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 18, 1999

MARIO MACHADO DA LUZ
EUROPE DESIGN HOUSE INC.
777 N.W. 72ND AVE., SUITE 1AA28
MIAMI, FL 33126

SUBJECT: GLASVERLAG EDITA GEIBLER GMBH
Ref. Number: W99000019126

We have received your document for GLASVERLAG EDITA GEIBLER GMBH and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide an English translation for the entity's name in your cover letter.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 499A00041560

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 SEP 10 PM 1:45

To
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Miami, 08/26/99



Reg.: Number W99000019126

Dear Agnes Lunt,

As spoken per telephone a few days ago I am translating the name
GLASVERLAG EDITA GEISSLER GmbH as follows:

Glass Publishing Business, Inc.

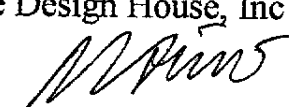
I want to explain the translation as follows:

The company makes the Design of various glass products, and produce these
in several different factories allover Europe.

Please also note that the character B is a German character and must be
seen as a double S.

Hoping that I have cleared all doubts I remain with my best regards

Europe Design House, Inc


MARIO MACHADO DA LUZ

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 1:45

Europe Design House, Inc.

777 N.W. 72nd Avenue • Suite 1AA28 • Miami, Florida 33126 • Tel.: (786) 388-7100 • Fax: (786) 388-7200 • Cell.: (305) 479-7312
<http://www.lavidadesign.com>

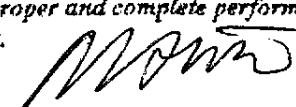
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. Glasverlag Edita Geibler GmbH
(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. Hessen, Germany 3. HRB 374
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12.23.1988 5. unlimited
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
- June 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. Veckerhagener Str. 1 c D-34376 Immenhausen
Germany
(Current mailing address)
8. wholesale
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
- Name: Mario Machado da Luz
- Office Address: 777 N.W. 72nd Avenue - Suite 1AA28
Miami, Florida, 33126
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 1:45

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

Chairman: Norbert Mehlhorn

Address: Zur Hünschen Burg 18, D-34369 Hofgeismar

Vice Chairman: Arnulf Geißler

Address: Amselweg 2, D-34379 Calden

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Norbert Mehlhorn

Address: Zur Hünschen Burg 18, D-34369 Hofgeismar

Vice President: Arnulf Geißler

Address: Amselweg 2, D-34379 Calden

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

REC'D
DIVISION OF STATE
CORPORATIONS
SEP 10 PM 1:45

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. Norbert Mehlhorn (President) Edita Geißler GmbH
(Typed or printed name and capacity of person signing application)

Glarweg
Edita Geißler GmbH
Vickrathagener Straße 1c · 34376 Immenhausen-Mariendorf bei Kassel
Telefon: 05673/504-0 · Telefax 05673/504-90



A B Sí Translation Services, Inc.
Koger Executive Center
8350 N.W. 52nd Terrace, Suite 209
Miami, Florida 33166



Tel: 305-594-9500
Fax: 305-594-9273
E-mail: absitran@icanect.net

CERTIFICATION OF ACCURACY

STATE OF FLORIDA) SS:
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 10 PM 1:45

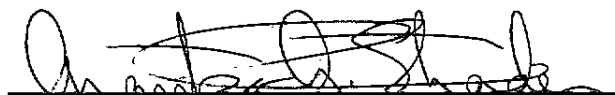
Barry E. Greiner being duly sworn, deposes and says,

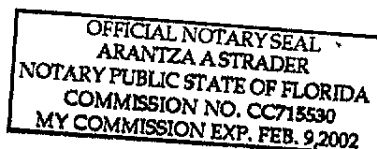
That the staff of A B Sí Translation Services, Inc. are fluent in both the English and the German languages.

That I hereby certify that the staff of A B Sí Translation Services, Inc. has produced the attached translation of a document in the German language, identified as A B Sí No. 18782, and consisting of 2 pages. To the best of their knowledge, ability and belief, this transcript is a true and complete translation.


Barry E. Greiner
Vice President

The foregoing instrument was acknowledged before me this 27th day of July, 1999 by Barry E. Greiner, who is personally known to me.


Arantza A. Strader
Notary Public
Commission# CC715530



No. of Entry:	a) Company b) Domicile c) Objects of Enterprise	Registered Capital or Nominal Capital in DM	Executive board Personally liable partner Executive Director Liquidator	Signature per pro	Legal Relationship	a) Day of entry and Signature b) Remarks
1	a) <u>Edita Geissler Design & Handel GmbH</u> b) 3524 Innenhausen-Mariendorf c) Objects of the Enterprise are the design and distributions of objects made from glass, crystal, ceramic and porcelain, gift items and objects for interior decorating, as well as the assumption of representations in the national and international trade with these products. The enterprise can expand its activities to similar or analogous businesses, purchase businesses of similar or analogous nature or be a partner in such businesses. The enterprise has the right to establish branch offices. The objects of the enterprise can also be extended to other activities, which are suitable to promote the purpose of the enterprise.	100,000.00	a) Merchant Arnulf Geissler, Amsehweg 2 3527 Calden-Meimbressen b) Merchant Norbert Mehlhorn, An den Rehaeckern 26, 3500 Kassel		Private limited company. The company has one or several executive directors. If only one executive director is appointed, then he/she has sole power of representation. Sole power of representation can be granted, as well as the authority to represent the company (in its own name or as representative of a third party) in the execution of legal transactions with the company itself (exemption from the restrictions of paragraph 181 BGB). The executive directors Arnulf Geissler and Norbert Mehlhorn have the sole power of representation at any time and they are exempt from the restrictions of paragraph 181 BGB. The executive directors are exempt from the restrictions of paragraph 181 BGB for any business deals they are undertaking with or between another company, in which the company participates as a partner, as well as for legal transactions towards its associated companies. In the event of a partner identity to closely associated companies (sister companies) and in relation to companies which are participating in this company (parent company), the exception from paragraph 181 BGB is valid accordingly.	a) December 23, 1988 (illegible signature) Noll b) Memorandum of Association, page 7-SB

2

The company meeting of December 27, 1993 has adopted the change of the Articles of Association by insertion of a paragraph 10a (covenant not to compete). The partners and the partner-executive directors are exempt from this covenant not to compete.

a) January 25, 1994
(illegible signature)
Noll

3

a) Glasvertag
Edita Geissler GmbH

The company meeting of October 16, 1996 has adopted the change of the Articles of Association in paragraph 1 (I) and the change of the company.

a) November 27, 1996
(illegible signature)
Hildebrand

99 SEP 10 PM 1:45

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

(Stamp on left side of paper)
The entries underlined in black in this photocopy are depicted in red in the original and must be considered as canceled

RS 102 document page HR B
JVA Darmstadt

(Stamp in the center of paper)
(City seal)
District Court Hofgeismar

(Stamp on the right side of paper) The literal accordance of the presented photocopy with the original text of the Commercial Register/Register of Co-operative Societies is hereby attested.

Hofgeismar, June 18, 1999
District Court
(illegible signature)
as clerk of the courts office

Continuation on back

99 SEP 10 PM 1:45
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS