

ESC THE UNITED STATES CORPORATION COMPANY
E99000005333

ACCOUNT NO. : 072100000032
REFERENCE : 381868 4300812
AUTHORIZATION : *Patricia Pizut*
COST LIMIT : \$ 1220.00

ORDER DATE : September 21, 1999
ORDER TIME : 9:06 AM
ORDER NO. : 381868-005
CUSTOMER NO: 4300812

400003016424--4

CUSTOMER: Robert G. Kinnally, Esq
Gibney, Anthony & Flaherty
665 Fifth Avenue
Suite 200
New York, NY 10022

FOREIGN FILINGS

NAME: DESIGNER FRAGRANCES & COSMETICS COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

FILING OFFICER- PLEASE PROCEED WITH FILING. PENALTY AUTHORIZED TO BE PAID. THANK YOU.

CONTACT PERSON: Tamara Odom

HL 10/18
99 OCT 18 PM 12:10
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
99 OCT 18 AM 10:43
RECEIVED

**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. Designer Fragrances & Cosmetics Company
(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 3. 22-3419910
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 4, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 133 Terminal Avenue
Clark, New Jersey 07066
(Current mailing address)

8. To sell cosmetics, fragrances and other beauty products and to engage in any other activity permitted by the laws of state of Florida for which corporations may be organized.
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

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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.

Corporation Service Company
By: [Signature]
(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.

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

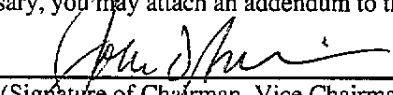
Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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. John D. Sullivan, Senior Vice President
(Typed or printed name and capacity of person signing application)

DESIGNER FRAGRANCES & COSMETICS COMPANY

OFFICERS AND DIRECTORS

I. OFFICERS

| <u>Name</u> | <u>Office(s)</u> | <u>Address</u> |
|------------------|--|---|
| Guy Peyrelongue | President and Chief Executive Officer | 575 Fifth Avenue New York , NY 10017 |
| Roger Dolden | Executive Vice President and Chief Administrative Officer | 575 Fifth Avenue New York, NY 10017 |
| John D. Sullivan | Senior Vice President, General Counsel and Secretary | 575 Fifth Avenue New York, NY 10017 |
| John Wiswall | Senior Vice President | 575 Fifth Avenue New York, NY 10017 |
| Kenneth Fischer | Treasurer | 575 Fifth Avenue New York, NY 10017 |

II. DIRECTORS

| <u>Name</u> | <u>Address</u> |
|------------------|---|
| Guy Peyrelongue | 575 Fifth Avenue New York , NY 10017 |
| Roger Dolden | 575 Fifth Avenue New York, NY 10017 |
| John D. Sullivan | 575 Fifth Avenue New York, NY 10017 |

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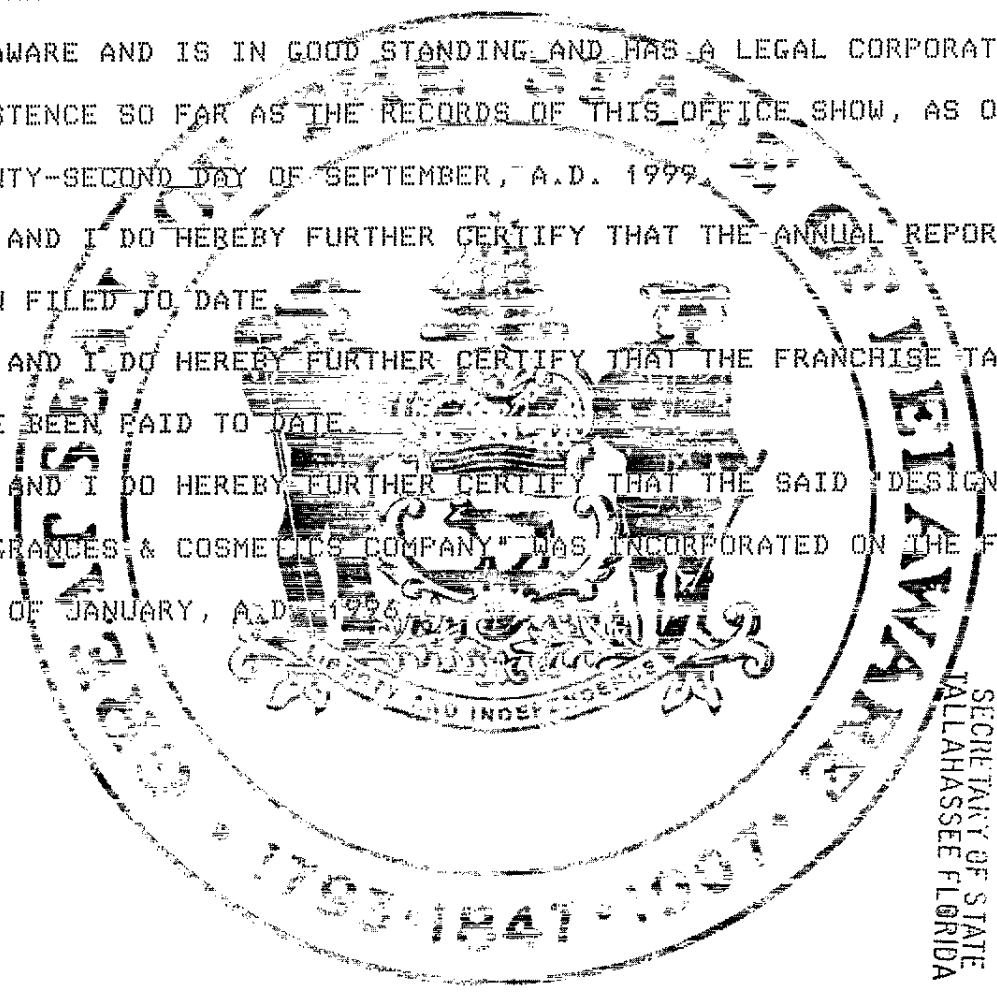
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DESIGNER FRAGRANCES & COSMETICS COMPANY" 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-SECOND DAY OF SEPTEMBER, A.D. 1999

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DESIGNER FRAGRANCES & COSMETICS COMPANY" WAS INCORPORATED ON THE FOURTH DAY OF JANUARY, A.D. 1996



FILED
99 OCT 18 PM 12:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Edward J. Freel

Edward J. Freel, Secretary of State



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AUTHENTICATION: 9982935

DATE: 09-22-99