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05/22/08--01009--006 **155.00

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

G. MCLEOD
DEC 18 2008
EXAMINER

Name, LLC
& COS

608-25675

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 MAY 22 PM 1:40



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 23, 2008

MILTON FUENTES ESQ
150 ALHAMBRA CIR STE 725
CORAL GABLES, FL 33134

SUBJECT: DILPACK USA B.V.
Ref. Number: W08000025675

We have received your document for DILPACK USA B.V. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your limited liability company is not available in the state of Florida since it is the same as, or it is not distinguishable from the name of an existing entity on our records. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a foreign limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations. Therefore, the limited liability company must select an alternate name for use in the state of Florida. Also, please note that adding "of Florida" or "Florida" to the end of the name is not acceptable.

Please insert the alternate name in the space provided on the application form. You must also attach a copy of the written consent of the managers or managing members adopting the alternate name for Florida. For your convenience, we are enclosing a fill-in-the-blank form for you to complete and return to our office for processing.

The alternate name must end with the words "Limited Liability Company," the abbreviation "L.L.C.," or the designation "LLC." The word "Limited" may be abbreviated as "Ltd." and the word "Company" may be abbreviated as "Co." The following suffixes are no longer acceptable limited liability company suffixes in Florida: "Limited Company," "L.C.," and "LC."

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

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) 245-6851.

Gina McLeod
Regulatory Specialist II

Letter Number: 208A00032843

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: DILPACK USA B.V.
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Milton Fuentes, Esq.
(Name of Person)

M. Fuentes & Co.
(Firm/Company)

150 ALhambra Circle, Suite 725
(Address)

Coral Gables, Florida 33134
(City/State and Zip Code)

For further information concerning this matter, please call:

Milton Fuentes, Esq. at (305) 854-7744
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

\$125.00 Filing Fee \$130.00 Filing Fee & Certificate of Status \$155.00 Filing Fee & Certified Copy \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. DILPACK USA B.V.

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

DILPACK USA OF MIAMI, LLC.

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Netherlands

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 98-0578397

(FEI number, if applicable)

4. April 17, 2008

(Date of Organization)

5. _____

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. Turfstekerstraat 23, 1431GD Aalsmeer

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

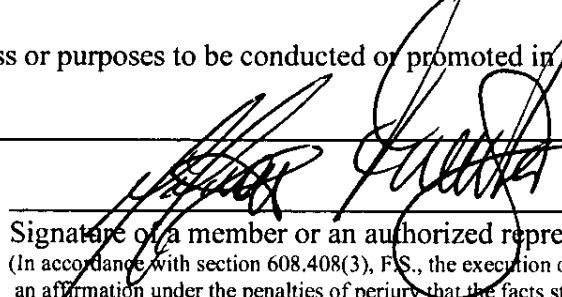
Marcus Theodorus Gerardus de Krosse

Akerdijk 138

1171 PV Badhoevedorp

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Floral Accessories



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Milton Fuentes, Esq.

Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

DILPACK USA B.V.

If name unavailable, the alternate name to be used in the state of Florida is:

DILPACK USA OF MIAMI, LLC.

2. The name and the Florida street address of the registered agent and office are:

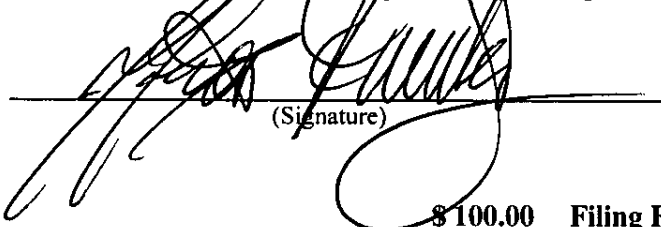
Milton Fuentes
(Name)

150 Alhambra Cir, Ste. 725
Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Coral Gables, FL 33134
City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.


(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

08 MAY 22 PM 1:40

File number: 34300012

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English translation of an extract from the trade register of the Chambers of Commerce. This registration is administrated by the Chamber of Commerce for Amsterdam

Legal person:

Legal form :Besloten Vennootschap (Private Limited Liability Company)
 Name :Dilpack USA B.V.
 Statutory seat :Aalsmeer
 First registration in the trade register :18-04-2008
 Incorporation deed :17-04-2008
 Authorized capital :EUR 90.000,00
 Issued capital :EUR 18.000,00
 Paid up capital :EUR 18.000,00

Undertaking:

Tradenam(e)s :Dilpack USA B.V.
 Address :Turfstekerstraat 23, 1431GD Aalsmeer
 Mailing address :Postbus 179, 1430AD Aalsmeer
 Telephone number :0297-354111
 Date of establishment :17-04-2008
 Description of business conducted :See Dutch extract
 Employees :0

Single shareholder:

Name :Van Dillewijn Group B.V.
 Address :Turfstekerstraat 23, 1431GD Aalsmeer
 Registration trade register under file number :34060496
 Single shareholder since :17-04-2008

Director(s):

Name :de Krosse, Marcus Theodorus Gerardus
 Date and place of birth :11-06-1969, Deventer
 Address :Akerdijk 138, 1171PV Badhoevedorp
 Date of entry into office :17-04-2008
 Title :Directeur
 Powers :Solely/independently authorised

18-04-2008

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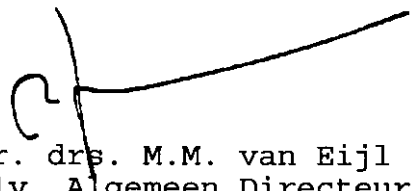
File number: 34300012

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Issued by the chamber of commerce

Amsterdam, 18-04-2008
Extract has been produced at 11.14

For extract



mr. drs. M.M. van Eijl
plv. Algemeen Directeur