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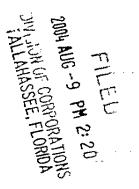
(Requestor's Name)
(Address)
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(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
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Lance J.M. Steinhart, P.C.

Attorney At Law 1720 Windward Concourse Suite 250 Alpharetta, Georgia 30005

Also Admitted in New York and Maryland

Telephone: (770) 232-9200 Facsimile: (770) 232-9208

August 2, 2004

VIA FEDERAL EXPRESS

Qualification/Tax Lien Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32314 (850) 488-9000

Re: Certificate of Authority for Industry Retail Group, Inc.

Dear Sir/Madam:

In connection with the above-referenced matter, enclosed please find the following documents:

- 1. Two originals of the Application for Certificate of Authority of a Foreign Corporation;
- 2. One Certificate of Good Standing issued by the State of Delaware; and
- 3. A check in the amount of \$70.00 payable to the Florida Department of State in payment of the filing fee and the issuance of the Certificate of Authority.

When the application is accepted for filing, please forward in the overnight package enclosed.

Sincerely,

Charlotte Lacey

Legal Assistant to Lance J.M. Steinhart

ralette Lacez

Enclosures

cc: Joseph R. Manzari (w/enc)

TRANSMITTAL LETTER

				Of the K
	ification/Tax Lien Se sion of Corporations	ection	- 	THE SERVICE OF THE PORT OF THE PROPERTY OF THE PORT OF
SUBJECT:	Industry Retail	Group, Inc.		CA COLOR
00202011	(Na	ame of corporation -	must include suffix)	- Palon
Dear Sir or I	Madam:			4.
Florida", "C foreign corp	ertificate of Existenc oration to transact bu	e", and check are siness in Florida.	submitted to registe	to Transact Business in er the above referenced
Please return	all correspondence	concerning this m	atter to the following	ıg:
	Joseph R. Manzari			and the second
		(Name of	Person)	
	Lance J.M. Steinh	art, P.C.		
		(Firm/Con	npany)	<u> </u>
	1720 Windward Concourse (Add		Ste. 250	
			ess)	<u>Articles de la companya de la compa</u>
	Alpharetta	GA	30005	
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	(City/Stat	e/Zip)	
Should you i	need to call someone	concerning this n	natter, please call:	
Joseph R. Mai			at (770)	232-9200
(Name of Person)			(Årea Code	& Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec. 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

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:

Name of corporation: must include the word "INCORPOR words or abbreviations of like import in language as will captural person or partnership if not so contained in the na	RATED", "COMPANY", "CORPORATION" or clearly indicate that it is a corporation instead of a time at present.) 3. 84-1647302 (FEI number, if applicable)
words or abbreviations of like import in language as will c natural person or partnership if not so contained in the na	learly indicate that it is a corporation instead of a me at present.)
£	140 C
Delaware	3. 84-1647302
(State or country under the law of which it is incorporated) (FEI number, if applicable)
May 7, 2004	5. Perpetual
(Date of Incorporation)	(Duration: Year corp. will cease to exist or "perpetual")
upon qualification	
(Date first transacted business in Florida. (SEE SECTIO	NS 607.1501, 607.1502, AND 817.155, F.S.)
2831 W. 6th Street, Wilmington, DE 19805	
Provide Telecommunication Services (Purpose(s) of corporation authorized in home state or converge and street address of Florida registered acceptable) TCS Corporate Services, Inc.	agent: (P.O. Box or Mail Drop Box NOT
Name: 103 corporate services, inc.	
Office Address: 103 N. Meridian St.	
Tallahassee	, Florida , 32301
. Registered agent's acceptance:	(Zip Code)
aving been named as registered agent and to a rporation at the place designated in this appl gistered agent and agree to act in this capacity. It statutes relative to the proper and complete pery discrept the obligations of my position as register	lication, I hereby accept the appointment as I further agree to comply with the provisions of formance of my duties, and I am familiar with

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.

(Registered gon's signature)

12. Names and addresses of officers and/or directors: (Street address ONLY-P. O. Box NOT acceptable)

A. DIRE	CTORS (Street address only-P. O . Box NOT acceptable)
Chairman:	See Attached
Address: _	
_	<u> </u>
Vice Chair	nan:
Address: _	
_	· · · · · · · · · · · · · · · · · · ·
Director: _	
Address: _	
_	
Address: _	1
B. OFFIC	ERS (Street address only- P. O. Box NOT acceptable)
	See Attached
	AZT ·
_	
Vice Presid	ent:
_	
Secretary:	
Address: _	
_	
Treasurer:	
Address: _	
_	
NOTE: If	necessary, you may attach an addendum to the application listing additional
L A	
13. X (Sign	nature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
(6	The state of the appropriate of

Oseph R. Manzari President
(Typed or printed name and capacity of person signing application)

LIST OF OFFICERS & DIRECTORS OF INDUSTRY RETAIL GROUP, INC.

Officers

Joseph R. Manzari

President/Partner

Michael P. Luzio

Vice-President/Partner

Gabriel E. Martinez Secretary/Partner

Directors

Joseph R. Manzari Michael P. Luzio Gabriel E. Martinez Mario S CORPORATION

All the above referenced Officers & Directors can be reached at: 2831 W. $6^{\rm th}$ Street, Wilmington, DE 19805

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INDUSTRY RETAIL GROUP, 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-SIXTH DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INDUSTRY RETAIL GROUP, INC." WAS INCORPORATED ON THE SEVENTH DAY OF MAY, A.D. 2004.

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

Warriet Smith Windson Socretary of Street

AUTHENTICATION: 3255492

040545778

3800290 8300

DATE: 07-26-04