F13000000612

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TALLAHASSEE, FLORIDA

02/11/13

FLORIDA DEPARTMENT OF STATE
Division of Corporations

RESUBMIT
Please give original submission date as file date.

February 7, 2013

CORPORATION SERVICE COMPANY
WALK-IN

SUBJECT: FRESH, INC.
Ref. Number: W13000007471

We have received your document for FRESH, INC. and your check(s) totaling $. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is <u>not</u> <u>acceptable</u>.

The document number of the name conflict is L11000118108 (FRESH, LLC).

Please return the corrected original and one copy of 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) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 213A00002998

CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 521420 4370126

AUTHORIZATION : Lynette Coleman

COST LIMIT : $ 70.00

ORDER DATE : February 5, 2013

ORDER TIME : 10:25 AM

ORDER NO. : 521420-005

CUSTOMER NO: 4370126

FOREIGN FILINGS

NAME: FRESH, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

________ CERTIFIED COPY
XX______ PLAIN STAMPED COPY
________ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: ____________________

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. FRESH, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp.")

Fresh F21C, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE
(State or country under the law of which it is incorporated)

3. 04-3530138
(FEI number, if applicable)

4. SEPTEMBER 13, 2000
(Date of incorporation)

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

6. OCTOBER 24, 2012
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 19 EAST 57TH STREET, NY, NY 10022
(Principal office address)

19 EAST 57TH STREET, NY, NY 10022
(Current mailing address)

8. Retail Sales of Cosmetics & Perfumes.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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TALLAHASSEE, FLORIDA

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (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.

Corporation Service Company
By: Sue G. Knight
(Registered agent's signature)

Sue G. Knight
Assistant Vice President

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: VACANT

Address:

Vice Chairman: VACANT

Address:

Director: ANTONIO BELLONI

Address: 19 EAST 57TH STREET

NEW YORK, NY 10022

Director: PAMELA BAXTER

Address: 19 EAST 57TH STREET

NEW YORK, NY 10022

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS

President: LEV GLAZMAN, Pres.-Dir. of Brands/Products ALINA ROYTBERG, Pres. - Creative Director

Address: 560 HARRISON AVENUE, SUITE 407

BOSTON, MA 02118

Vice President: FRANCOIS BONIN

Address: 19 EAST 57TH STREET

NEW YORK, NY 10022

Secretary: LOUISE FIRESTONE

Address: 19 EAST 57TH STREET, NEW YORK, NY 10022

Treasurer: FRANCOIS BONIN

Address: 19 EAST 57TH STREET

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. See Exhibit A annexed hereto.

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. LOUISE FIRESTONE, SECRETARY *L Firestone*

(Typed or printed name and capacity of person signing application)

EXHIBIT A

Listing of Additional - Directors & Officers

DIRECTORS:

Pamela Baxter	19 East 57th Street New York, NY 10022
Lev Glazman	560 Harrison Ave. Suite 407 Boston, Massachusetts 02118
Joanna Grillo	19 East 57th Street New York, NY 10022
Jean-Marc Plisson	19 East 57th Street New York, NY 10022
Alina Roytberg	560 Harrison Ave. Suite 407 Boston, Massachusetts 02118

OFFICERS:

Name	**Title**	**Address**
Jean-Marc Pilson	Chief Executive Officer	19 East 57th Street New York, NY 10022
Joanna Grillo	Senior Vice President – HR	19 East 57th Street New York, NY 10022
Maureen Johnson	Vice President – Tax	19 East 57th Street New York, NY 10022

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FRESH, 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 FIFTH DAY OF FEBRUARY, A.D. 2013.

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 "FRESH, INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2000.

FILED
13 FEB -5 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE · DELAWARE · 1776 · 1976

Jeffrey W. Bullock, Secretary of State

3287837 8300

AUTHENTICATION: 0192459

130129326

DATE: 02-05-13

You may verify this certificate online at corp.delaware.gov/authver.shtml