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DIVISION OF CORPORATION

FOREIGN LIMITED PARTNERSHIP

Fossil Partners, L.P.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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TALLAHASSEE, FLORIDA

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4/07/15/05

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Fossil Partners, L.P.
(Name of limited partnership as it is in the home state)
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")
3. TX 4. August 23, 1994
(State of Formation) (Date of Formation)
5. CT Corporation System
(Name of Registered Agent for Service of Process)
6. c/o CT Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)
Plantation Florida 33324
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
CT Corporation System Maria Ozaeta
By: Maria Ozaeta Vice President
(Agent must sign on this line)
8. c/o CT Corporation System, 350 N. St. Paul St., Dallas, TX 75201
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Fossil, Inc. 2280 N. Greenville Ave., Richardson, TX 75082
F05-4060
10. 2280 N. Greenville Ave., Richardson, TX 75082
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

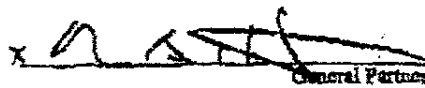
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12. 2280 N. Greenville Ave., Richardson, TX 75082

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 1st day of July, 2005.


General Partner

Randy S. Hynes as Vice President,
General Counsel and
Secretary of Fossil, Inc., its
general partner

STATE OF Texas

COUNTY OF Dallas

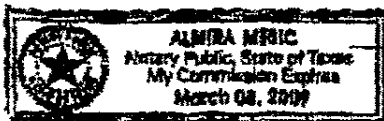
On this 1st day of July, 2005

Randy S. Hynes, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of


(Notary Public Signature)



ALMIRA MESIC
(Notary's Printed Name)

Seal

My Commission Expires: March 8, 2009

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TALLAHASSEE, FLORIDA

07/12/2005 17:40 FAX 972 899 8951

FOSSIL - QMD

001

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIPBEFORE ME the undersigned personally appeared Fossil, Inc.a general partner of Fossil Partners, L.P., a (an) Texas

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 83,800,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,350,000.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12 day of July, 2005.

Alvin Wagner for Fossil, Inc.
General Partner

STATE OF TexasCOUNTY OF DallasOn this 12th day of July, 2005,Fossil, Inc. personally appeared before me,☒ who is personally known to me☐ whose identity I proved on the basis of _____

Tiffany N. Falco
(Notary Public Signature)

Tiffany N. Falco
(Notary's Printed Name)

My Commission Expires: 10-01-2007

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