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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- GOLDEN WEAR INC.
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)
- _____
(Corporation Name) (Document #)

- Walk in
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 Certified Copy
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 Photocopy
 Certificate of Status

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

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**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. GOLDEN WEAR, INC.
(Name of corporation; the word "INCORPORATED," "COMPANY," or "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. SOUTH CAMBUNIA
(State or country under the law of which it is incorporated)

3. FEB. 9, 1999 4. _____
(Date of Incorporation) (Duration)

5. 56-2123219
(Federal Employer Identification number, if applicable)

6. DEC. 15, 1999
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 8611 N.W. 72ND STREET, MIAMI, FL 33166
(Current mailing address)

8. WAREHOUSING AND DISTRIBUTION
(Corporate purpose and nature of business in which it is engaged in Florida)

9. Names and addresses of officers and or directors:

A. **Directors:**
Chairman: STANLEY GOLDBERG
Address: 357 WELLS HILL
LAKEVILLE, CT 06039

PRESIDENT
Vice-Chairman: JOHN C. PEDEN
Address: 46 COLLINS RIDGE DR.
GREENVILLE, SC 29607

Director: CARLOS IBARRUEN
Address: 8a. AVENIDA 11-49, ZONA 1
GUATEMALA CITY, GUATEMALA 01001

Director: _____
Address: _____

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9. Officers:

President: JOHN C. PEDEN
Address: 46 COLLINS RIDGE DR.
GREENVILLE, SC 29607

C.E.O.
Vice-President: STANLEY GOLDBERG
Address: 357 WENS HILL
LAKEVILLE, CT 06039

Secretary:
Address: _____

Treasurer:
Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

10. Name and Street address of Florida registered agent:

Name: JOHN C. PEDEN
Office Address: 5611 N.W. 72ND STREET
MIAMI, Florida 33166
Zip Code

11. Registered agent's acceptance:

I 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.

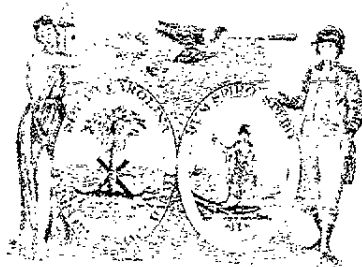
Registered agent's signature: [Signature]

12. 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.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. PRESIDENT
(Name and capacity of person signing application)

The State of South Carolina



Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

GOLDEN WEAR, INC.,

a corporation duly organized under the laws of the State of South Carolina on **February 10th, 1999**, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of
the State of South Carolina this 5th day of
January, 2000.

A handwritten signature in cursive script that reads "Jim Miles".

Jim Miles, Secretary of State

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