

F00000000627

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

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-01/27/00--01067--034
*****70.00 *****70.00

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DIVISION OF CORPORATIONS
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Corporation(s) Name

MASTER DESIGN INC. 60070005451

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<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> LLC		
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Ch. RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input checked="" type="checkbox"/> Walk in	<input checked="" type="checkbox"/> Pick-up	<input type="checkbox"/> Will Wait

Name Availability: _____
Document Examiner: _____
Updater: _____
Verifier: _____
Acknowledgement: _____
W.P. Verifier: _____

6

1/27

Please Return Extra
Copies File Stamped
To:
Jeffrey Butterfield

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Thank You!

BK
1/27/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 27, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MASTER DESIGN, INC.
Ref. Number: W00000002439

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WALK-IN
pick-up
JAN 27

We have received your document for MASTER DESIGN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$70.00 payment.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

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Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 600A00003961

ATTN: Buck Kohr
ThankS

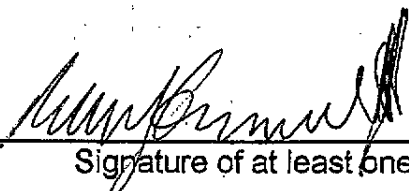
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Robert Forrest Jr., do hereby certify that this
Resolution of the Board of Directors of MASTER DESIGN, INC.
corporation duly organized and existing under the laws of the State of
CALIFORNIA, was duly adopted on 1-27-00.

Resolved, that MASTER DESIGN, INC. organized and
existing in the State of CALIFORNIA hereby adopts the name
MASTER DESIGN FURNITURE for use in Florida.

Dated: 1-28-00 Inc.


Signature of at least one director

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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
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. MASTER DESIGN, INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "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. California 3. 33-0815543
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/8/98 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1900 S. BURGUNDY PLACE
ONTARIO, CA 91761
(Current mailing address)
8. furniture distribution, assembly, & sales
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
- Name: CT Corporation System
- Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.



DAVID I. FARBER
ASSISTANT SECRETARY

(Registered agent's signature)

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

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Adam Chang - CEO

Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

Vice Chairman: Robert Forrest - CFO - ASST. SEC.

Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

Director: David Liu - CEO

Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

CEO
President: Adam Chang

Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

CFO
Vice President: Robert Forrest
ASST. SEC.

Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

Secretary: Alex Peng

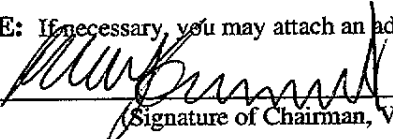
Address: 1900 S. Burgundy Place

ONTARIO, CA 91761

Treasurer: _____

Address: _____

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert Forrest - CFO - ASST. SEC

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

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State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **8TH day of JULY, 1998**, **MASTER DESIGN, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

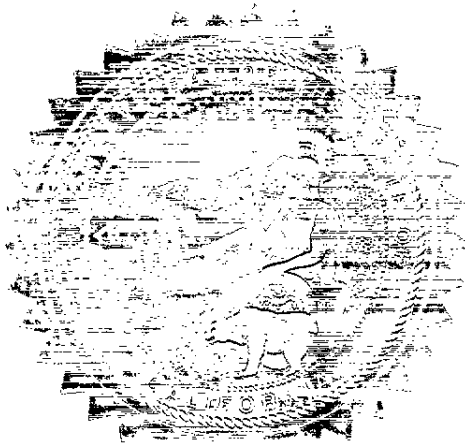
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of January 26, 2000.



Bill Jones
BILL JONES
Secretary of State

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