

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

CORPORATION(S) NAME

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Dreams Franchise Corpor	ration	. 0
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(x) Foreign	() Dissolution/Withdrawal () Reinstatement	() Mark
() Limited Partnership () LLC	() Annual Report () Name Registration () Fictitious Name	() Other () Change of RA () UCC
() Certified Copy	() Photocopies	() CUS
() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30 (x) Pick Up
Name Availability Document	11/08/00	Order#:
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eknowledgement V.P. Verifier	hì	Amount:\$

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:

	Dreams Franchise Corporation (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 (State or country under the law of which it is incorporated) 3. 330405968. (FEI number, ifcapplicable)
4.	April 3, 1990 (Date of incorporation) 5. Perpetual (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.	5009 Higtus Road, Sunrise, Florida 33351
	(Current mailing address)
8.	See attached purpose clause (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9.	Name and street address of Florida registered agent:
	Name: C T Corporation System
	c/o C T Corporation System, 1200 South Pine Office Address: Island Road
	Plantation , Florida, 33324 (Zip Code)
Ha de	Note that the proof of the p
CII.	C T Corporation System
	Coming Barrers
	(Registered agent's signature) (Officer)
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- 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:

A.	DIRECTO	RS
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		A SK
Address: .	5009 Hiatus Road	
	Sunrise, Florida 33351	T
/ice Chairr	nan:	a.s.
Address:		
		 .
Address: 5	009 Hiatus Road	
S	unrise, Florida 33351	
Director:	Dale Larsson	
Address: 5	009 Hiatus Road	
5	Sunrise, Florida 33351	
ERS		
President:	Ross Tannerbaum	
Address:	5009 Hiatus Road	
	Sunrise, Florida 33351	
Vice Pres	ident:	<u> </u>
Address:	-	
		· ·
Address:	5009 Hiatus Road	
	Sunrise, Florida 33351	
	Address: /ice Chairr Address: Director: _R Address: Address: ERS President Address: Vice Presidents Address:	Chairman: Sam Battistone Address: 5009 Hiatus Road Sunrise, Florida 33351 Address: Director: Ross Tannerbaum Address: 5009 Hiatus Road Sunrise, Florida 33351 Director: Dale Larsson Address: 5009 Hiatus Road Sunrise, Florida 33351 ERS President: Ross Tannerbaum Address: 5009 Hiatus Road Sunrise, Florida 33351 Vice President: Address: Secretary: Mark Viner Address: 5009 Hiatus Road Sunrise, Florida 33351

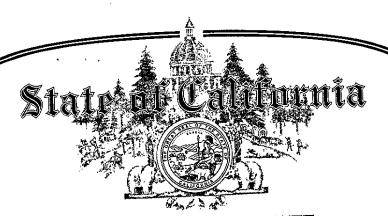
Treasurer:	
Address:	
NOTE: If necessary, you may attach an addendum to the application listing addition and/or directors.	al officers
13. (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application) 14. Mark Viner, Secretary (Typed or printed name and capacity of person signing application)	
	PH 930

Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of Dreams Franchise Corporation

To engage in any lawful act or activity for which a corporation may be organized under the general corporation law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

FILED BY 3: 30
SECRETARISHER FLORIDA
SECRETARISHER FLORIDA



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

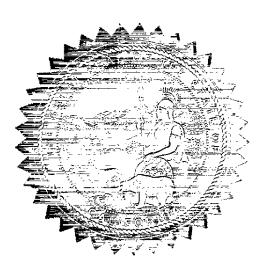
That on the 3rd day of April, 1990, DREAMS FRANCHISE CORPORATION became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

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 of 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 October 30, 2000.

BILL JONES

Secretary of State