



THE UNITED STATES
CORPORATION
COMPANY

F00000006794

ACCOUNT NO. : 072100000032

REFERENCE : 918762 4301772

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pizito

FILED
00 DEC -7 PM 4:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 4, 2000

ORDER TIME : 9:32 AM

ORDER NO. : 918762-010

CUSTOMER NO: 4301772

2000003490282--9

CUSTOMER: Mr. S. Pat Castellar
Pavia & Harcourt
600 Madison Avenue
12th Floor
New York, NY 10022

FOREIGN FILINGS

(5)

NAME: FENDI NORTH AMERICA, INC.

FILE SECOND

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

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DIVISION OF CORPORATION

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Corporation Service Company
Maria E. Garcia - Authorized Person - MARIA E. GARCIA
(Registered agent's signature)

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(Registered agent's signature)

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____


Secretary: _____

Address: _____

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. George M. Pavia, Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE

FENDI NORTH AMERICA, INC.
a New York Corporation

Directors

Address

Carla Fendi	720 Fifth Avenue, New York, New York 10022
Guido Formilli	720 Fifth Avenue, New York, New York 10022
Riccardo Stilli	720 Fifth Avenue, New York, New York 10022
Giacomo Santucci	720 Fifth Avenue, New York, New York 10022
Fred Wilson	720 Fifth Avenue, New York, New York 10022
Philip Corne	720 Fifth Avenue, New York, New York 10022

Officers

Office

Address

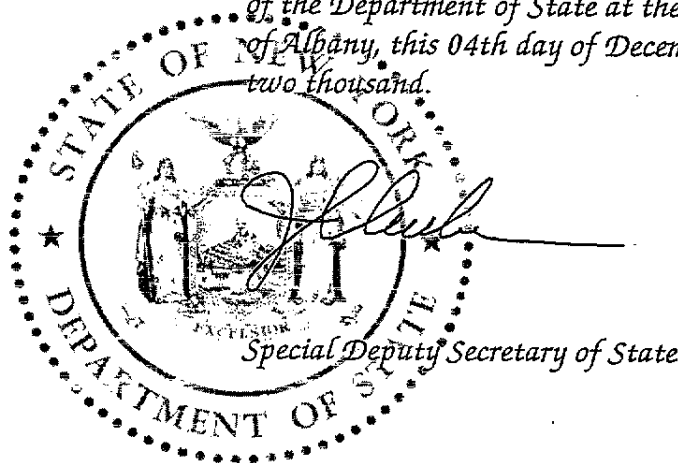
Carla Fendi	President	720 Fifth Avenue, New York, NY 10022
George M. Pavia	Secretary	600 Madison Avenue, New York, NY 10022
Alessandro Saracino	Assistant Secretary	600 Madison Avenue, New York, NY 10022

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of FENDI NORTH AMERICA, INC. was filed on 10/05/1988, under the name of FENDI STORES INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment FENDI STORES INC., changing its name to FENDI NORTH AMERICA, INC., was filed 12/01/2000.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 04th day of December
two thousand.*



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00 DEC -7 PM 4:54
STATE OF NEW YORK
DEPT. OF STATE
ALBANY