

CT CORPORATION STATE

F01000002568

CORPORATION(S) NAME

W.A.F. Group, Inc.

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FILED
01 MAY 14 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA
SUFFICIENCY OF FILING

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Change of RA
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Photocopies	
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
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5/14/01

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660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY

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5/14

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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. W.A.F. Group, 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. New York

(State or country under the law of which it is incorporated)

3. Applied For

(FEI number, if applicable)

4. December 22, 1995

(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. 30-10 Review Avenue

Long Island City, NY

111 01

(Current mailing address)

8. Design, manufacture and sell notions and trim for the garment industry

(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: C T 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.

C T Corporation System



(Registered agent's signature)
SPECIAL ASSISTANT SECRETARY

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: See attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

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

President: See attached list

Address: _____

Vice President: _____

Address: _____

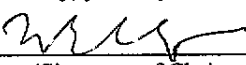
Secretary: _____

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

W.A.F. Group, Inc.

Directors and Officers

Directors:

Irving Gutin	1 Tyco Park, Exeter, NH 03833
L. Dennis Kozlowski	1 Tyco Park, Exeter, NH 03833
Mark H. Swartz	1 Tyco Park, Exeter, NH 03833

Officers:

Stephen B. McDonough	President	3 Tyco Park, Exeter, NH 03833
Mark A. Belnick	VP	9 West 57 th St., 43 rd Fl., New York, NY 10019
Bart Bennawit	VP	8 Amelia Dr., Nantucket, MA 02554
Irving Gutin	VP	1 Tyco Park, Exeter, NH 03833
Jeffrey Mattfolk	VP	One Town Center Road, Boca Raton, FL 33486
Mark H. Swartz	VP	1 Tyco Park, Exeter, NH 03833
Andrew Zuckerman	VP	1 Harmon Meadow Blvd., 4 th Fl., Secaucus, NJ 07094
Jim Hartman	VP/Controller	1 Harmon Meadow Blvd., 4 th Fl., Secaucus, NJ 07094
Scott Stevenson	VP/Asst Treas	One Town Center Road, Boca Raton, FL 33486
Michael Robinson	VP/Treas	9 West 57 th St., 43 rd Fl., New York, NY 10019
M. Brian Moroze	Secretary	1 Tyco Park, Exeter, NH 03833
Patricia J. Uebel	Asst. Secy	1 Tyco Park, Exeter, NH 03833

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

I hereby certify, that the Certificate of Incorporation of W.A.F. GROUP, INC. was filed on 12/22/1995, under the name of WAF GROUP, 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 WAF GROUP, INC., changing its name to W.A.F. GROUP, INC., was filed 03/02/1998.

The Biennial Statement is past due.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 10th day of May
two thousand and one.*

Special Deputy Secretary of State

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