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FILED
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RECORDS OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 428976 4302675

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 70.00

ORDER DATE : March 5, 2002

100005050431--4

ORDER TIME : 10:16 AM

ORDER NO. : 428976-015

CUSTOMER NO: 4302675

CUSTOMER: Nancy L. Wright, Legal Asst
Buchalter Nemer Fields &
Suite 2400
601 South Figueroa Street
Los Angeles, CA 90017

RECEIVED
02 MAR - 6 AM 11:44
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: TEST RITE ACQUISITION CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

BK

**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

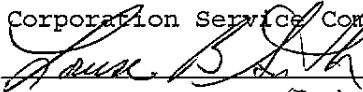
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Test Rite Acquisition Corp.
(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. Delaware 3. 37-1421966
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 20, 2002 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1900 South Burgundy Place
(Principal office address)
Ontario, California 91761
(Current mailing address)
8. Furniture 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: Corporation Service Company
- Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (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.

Corporation Service Company



(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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.

Christina Ma, Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TEST RITE ACQUISITION CORP.
LIST OF DIRECTORS AND OFFICERS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIRECTORS:

Caesar Shih
1900 South Burgundy Place
Ontario, CA 91761

Judy Lee
1900 South Burgundy Place
Ontario, CA 91761

Tony Ho
1900 South Burgundy Place
Ontario, CA 91761

Ted Chen
1900 South Burgundy Place
Ontario, CA 91761

OFFICERS:

President: Caesar Shih
1900 South Burgundy Place
Ontario, CA 91761

Treasurer: Gail Wang
1900 South Burgundy Place
Ontario, CA 91761

Secretary: Christina Ma
1900 South Burgundy Place
Ontario, CA 91761

Delaware

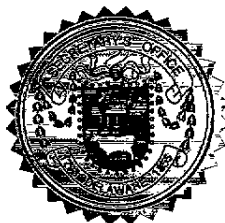
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PAGE 1

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TEST RITE ACQUISITION CORP" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF MARCH, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1645393

DATE: 03-05-02

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