



F02000001164

ACCOUNT NO. : 072100000032

REFERENCE : 505248 4302675

AUTHORIZATION :

Patricia Pigante

COST LIMIT : \$ 35.00

ORDER DATE : April 1, 2002

ORDER TIME : 10:20 AM

ORDER NO. : 505248-005

CUSTOMER NO: 4302675

300005182803--3

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

FOREIGN FILINGS

NAME: TEST RITE ACQUISITION CORP.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

DIVISION OF CORPORATION

02 APR -2 AM 11:31

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR -4 PM 4:57

FILED

*NIC Amend
Spayre
4/5/02*

April 4, 2002

Division of Corporations
Florida Department of State
Attn: Susan Payne
Fax: (850)245-6897

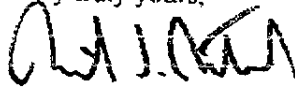
Re: Use of the name Master Design Furniture, Inc. in Florida

Dear Ms. Payne:

This letter is being sent by the undersigned Chief Executive Officer, President, and Secretary of Master Design, Inc., a California corporation ("Master Design") formerly qualified to do business in the state of Florida under the name Master Design Furniture, Inc. (Cross Reference to Master Design, Inc.). Master Design anticipates filing an "Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida" within the next several days.

By this letter, Master Design authorizes the Florida Department of State to allow Test Rite Acquisition Corp., a California corporation to use the name Master Design Furniture, Inc. to conduct business in the State of Florida. Please contact Leslic Ravestein at (213)892-9305 with any questions.

Very truly yours,



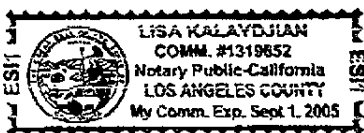
David J. Pasternak
as Chief Executive Officer, President and
Secretary of Master Design, Inc.

Authority Revoked
9/21/01 - Failure to
File 2001 UBR

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of Los Angeles
On April 4, 2002 before me, Lisa Kalaydjian, Notary Public
personally appeared David J. Pasternak
Name and Title of Officer (e.g., "Jane Doe, Notary Public")
Name(s) of Signer(s)

☒ personally known to me - OR - I proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Lisa Kalaydjian
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: _____

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer
Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer
Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney-in-Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Test Rite Acquisition Corp.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. March 6, 2002
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 26, 2002

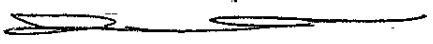
5. Master Design, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

March 29, 2002
Date

Jinny Shih
Typed or printed name

Treasurer and Secretary
Title

FILED
02 APR -4 PM 4:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

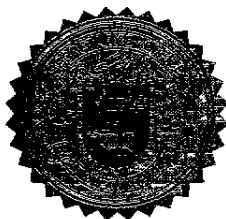
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "TEST RITE ACQUISITION CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MASTER DESIGN, INC.", THE TWENTY-SIXTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MASTER DESIGN, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2002.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3493514 8320

AUTHENTICATION: 1696690

020208815

DATE: 04-01-02


CERTIFICATE OF SECRETARY

Jinny Shih, Secretary of Master Design, Inc., a corporation organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted by unanimous written consent on the 8th day of March, 2002:

RESOLVED, that, inasmuch as the Corporation desires to transact business in the State of Florida and inasmuch as the Board of Directors has been advised that the name of the Corporation is not available for corporate use in the State of Florida, the Corporation will adopt the fictitious business name "Master Design Furniture, Inc." for use in transacting business in the State of Florida pursuant to Section 607.1506 of the Florida Statutes; and

RESOLVED FURTHER, that the officers of the Corporation be and hereby are authorized and directed to cause any all required documents to be prepared, executed and filed so that the Corporation may amend their Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause the Corporation to use the said fictitious name in the transaction of business in the State of Florida.

Signed on March 29, 2002


Jinny Shih, Secretary