

F02000002046

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PRINCESS HOUSE INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Patricia Lennon
(Name of Person)
Princess House Inc.
(Firm/Company)
470 Myles Standish Blvd.
(Address)
Taunton MA 02780
(City/State and Zip code)

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02 APR 26 PM 6:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

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*****70.00 *****70.00

Patricia Lennon at (508) 880-1380
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee
☐ \$78.75 Filing Fee & Certificate of Status
☐ \$78.75 Filing Fee & Certified Copy
☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

Acknowledgement LOC

W. P. Verifier LOC

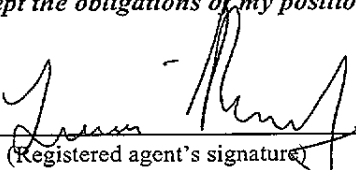
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. PRINCESS HOUSE, 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. Delaware 3. 22-3320693
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 7/15/94 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. 470 Myles Standish Blvd. Taunton, MA 02780
(Principal office address)
as above
(Current mailing address)
8. general business specifically the direct sales of home enhancement products via the direct sales method
(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: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(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.


(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.

SECRETARY OF STATE
FLORIDA

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

A. DIRECTORS

SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHED LIST

Address: _____

Vice President: _____

Address: _____

Secretary: _____

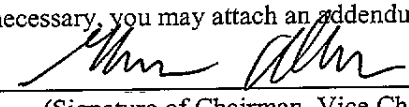
Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. Glenn Allen, Vice President-Operations _____

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

PRINCESS HOUSE, INC.

LIST OF OFFICERS

<u>Title</u>	<u>Name</u>
Chairman, CEO	James A. Northrop 470 Myles Standish Blvd. Taunton, MA 02780
President, COO & Asst. Secretary	Richard Marshuetz 470 Myles Standish Blvd. Taunton, MA 02780
Vice President, Treasurer and Secretary	Geoffrey Worden 470 Myles Standish Blvd. Taunton, MA 02780
Vice President, CFO and Asst. Secretary	Dan Murphy 470 Myles Standish Blvd. Taunton, MA 02780
Vice President- Operations	Glenn Allen 470 Myles Standish Blvd. Taunton, MA 02780
Vice President – Sales	Vacant 470 Myles Standish Blvd. Taunton, MA 02780
Vice President – Strategic Planning and Application of Technology	Frohman Anderson 470 Myles Standish Blvd. Taunton, MA 02780
Vice President-Marketing	Ruth Considine 470 Myles Standish Blvd. Taunton, MA 02780

PRINCESS HOUSE, INC.

LIST OF DIRECTORS

James A. Northrop	470 Myles Standish Blvd. Taunton, MA 02780
William S. Walsh	470 Myles Standish Blvd. Taunton, MA 02780
Geoffrey F. Worden	470 Myles Standish Blvd. Taunton, MA 02780
Donald A. Washburn	470 Myles Standish Blvd. Taunton, MA 02780
Kurt T. Borowsky	470 Myles Standish Blvd. Taunton, MA 02780
Julius Koppelman	470 Myles Standish Blvd. Taunton, MA 02780
Donald B. Smith	470 Myles Standish Blvd. Taunton, MA 02780

Delaware

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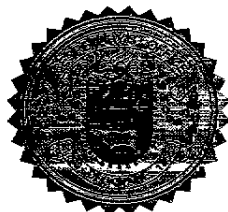
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRINCESS HOUSE, INC." 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 TWELFTH DAY OF APRIL, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
HALLMARKS, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1719671

DATE: 04-12-02