



F02000004019

ACCOUNT NO. : 072100000032

REFERENCE : 693961 4310694

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
02 AUG -7 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 6, 2002

ORDER TIME : 10:27 AM

ORDER NO. : 693961-010

CUSTOMER NO: 4310694

CUSTOMER: Ms. Anna Salgado
Broad And Cassel
201 South Biscayne Boulevard
Suite #3000
Miami, FL 33131

RECEIVED
02 AUG -7 AM 11:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

200006844952--6

NAME: PEI LICENSING, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar -- EXT# 1124

EXAMINER: _____

F02-4019
JR

**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. PEI Licensing, 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
(State or country under the law of which it is incorporated)
3. 42-1534568
(FEI number, if applicable)
4. April 15, 2002
(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. 3000 N.W. 107th Avenue
Miami, FL 33172
(Current mailing address)

8. Licensor of various trademarks for men's wear.
(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: B&C Corporate Services, Inc.

Office Address: 201 S. Biscayne Blvd., Suite 3000

Miami, Florida, 33131
(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.

B&C Corporate Services, Inc., a Florida corporation

By: Anna Salgado
(Registered agent's signature)

Anna Salgado, Vice President

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)

A. DIRECTORS (Street address only – P.O. Box **NOT** acceptable)

Director: Alan Zwerner

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

Director: George Feldenkreis

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

Director: Anthony Macaione

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

Director: _____

Address: _____

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

President: Timothy B. Page

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

Vice President: _____

Address: _____

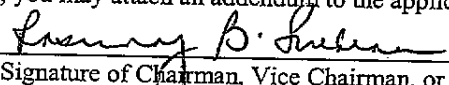
Secretary: Geri Lynn Mankoff

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

Treasurer: Rosemary B. Trudeau

Address: 3000 N.W. 107th Avenue
Miami, FL 33172

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. Rosemary B. Trudeau, Secretary
(Typed or printed name and capacity of person signing application)

FILED
02 AUG - 7 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

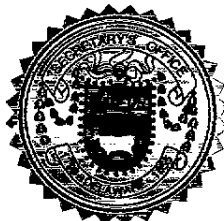
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEI LICENSING, 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 SIXTH DAY OF AUGUST, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PEI LICENSING, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF APRIL, 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

3514450 8300

020498398

AUTHENTICATION: 1922375

DATE: 08-06-02