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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

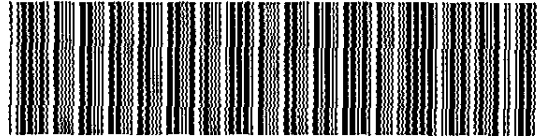
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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: LA RUE DISTRIBUTORS, 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:

GEORGE RHODES

(Name of Person)

SMALLBERG SORKIN & CO

(Firm/Company)

450 SEVENTH AVENUE, SUITE 4202

(Address)

NEW YORK NY 10123

(City/State and Zip code)

For further information concerning this matter, please call:

GEORGE RHODES

(Name of Person)

at (212) 736-1711

(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:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|

**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. LA RUE DISTRIBUTORS, 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. 13-5639891

(FEI number, if applicable)

4. MAY 26, 1955

(Date of incorporation)

5. PERPETUAL

(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. 20 WEST 33RD STREET-10TH FLOOR

(Principal office address)

NEW YORK NY 10001

(Current mailing address)

8. APPAREL GOODS AND 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: JACK HAFIF

Office Address: 5548 NW 23 TERRACE

BOCA RATON

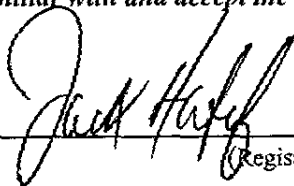
(City)

, Florida 33496

(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.

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

A. DIRECTORS

Chairman: JACK HAFIF

Address: 5548 NW 23 TERRACE, BOCA RATON FL 33496

Vice Chairman:

Address:

Director: JACK HAFIF

Address: 5548 NW 23 TERRACE, BOCA RATON FL 33496

Director: ALAN SILVERA

Address: 20 WEST 33RD ST., NEW YORK NY 10001

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B. OFFICERS

President: JACK HAFIF

Address: 5548 NW 23 TERRACE BOCA RATON FL 33496

Vice President: ALAN SILVERA

Address: 20 WEST 33RD ST., NEW YORK NY 10001

Secretary: ALAN SILVERA

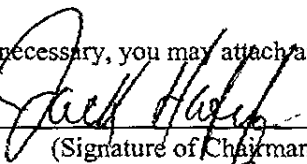
Address: 20 WEST 33RD ST., NEW YORK NY 10001

Treasurer: JACK HAFIF

Address: 5548 NW 23 TERRACE, BOCA RATON FL 33496

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.

JACK HAFIF

- President

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

State of New York
Department of State | ss:


I hereby certify, that the Certificate of Incorporation of LA RUE DISTRIBUTORS, INC. was filed on 05/26/1955, under the name of LARU JEWELRY CO., INC., fixing the duration as perpetual, 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 LARU JEWELRY CO., INC., changing its name to LA RUE JEWELRY CO., INC., was filed 09/10/1962.

A Certificate of Amendment LA RUE JEWELRY CO., INC., changing its name to LA RUE ENTERPRISES, INC., was filed 06/18/1980.

A Certificate of Amendment LA RUE ENTERPRISES, INC., changing its name to LA RUE DISTRIBUTORS, INC., was filed 03/26/1981.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of December,
Two thousand and two.



Secretary of State

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FLORIDA
STATE

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