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To:
Division of Corporations
Fax Number : (850)205-0383

From:
Account Name : ARIE MREJEN, P.A.
Account Number : 072100000432
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FOREIGN PROFIT QUALIFICATION

MANHATTAN DESIGN STUDIO, INC.

Certificate of Status	1
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04 APR 30 AM 9:43
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DIVISION OF CORPORATIONS

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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. **MANHATTAN DESIGN STUDIO, INC.**

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. **NEW YORK**

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. **OCTOBER 31, 1991**

(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. **C/O ASPEX EYEWEAR 3950 EXECUTIVE WAY, MIRAMAR FL 33025**

(Principal office address)

C/O ASPEX EYEWEAR 3950 EXECUTIVE WAY, MIRAMAR, FL 33025

(Current mailing address)

8. **ALL PURPOSES AUTHORIZED BY LAW.**

(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: **ARIE MREJEN, ESQ.**

Office Address: **701 W CYPRESS CREEK RD., STE 302**

FT. LAUDERDALE

(City)

Florida **33309**

(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:

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A. DIRECTORS

Chairman: NONU IFERGAN - Chairman and Director

Address: 600 PEEL STREET, SUITE 302, MONTREAL, QUEBEC CANADA H3C 2H1

Vice Chairman: THIERRY IFERGAN - Vice Chairman and Director

Address: 3950 Executive Way, Miramar FL 33025

Director: Yael IFERGAN - DIRECTOR

Address: 3950 Executive Way, Miramar, FL 33025

Director: KAREN IFERGAN - DIRECTOR

Address: 600 PEEL STREET, SUITE 302, MONTREAL, QUEBEC CANADA H3C 2H1

B. OFFICERS

President: NONU IFERGAN

Address: 600 PEEL STREET, SUITE 302, MONTREAL, QUEBEC CANADA H3C 2H1

Vice President: THIERRY IFERGAN

Address: 3950 Executive Way, Miramar FL 33025

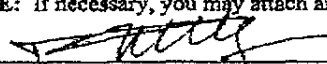
Secretary: NONU IFERGAN

Address: 600 PEEL STREET, SUITE 302, MONTREAL, QUEBEC CANADA H3C 2H1

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. NONU IFERGAN, PRESIDENT
(Typed or printed name and capacity of person signing application)

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**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of MANHATTAN DESIGN STUDIO, INC. was filed on 10/31/1991, under the name of IRA LERNER PHOTOGRAPHIC STUDIO, INC., with perpetual duration, 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 IRA LERNER PHOTOGRAPHIC STUDIO, INC., changing its name to IRA LERNER, INC., was filed 10/16/1992.

A Certificate of Amendment IRA LERNER, INC., changing its name to MANHATTAN DESIGN STUDIO, INC., was filed 02/06/2002.

The Biennial Statement is past due.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of April
two thousand and four.

Secretary of State

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