

F04000005694

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

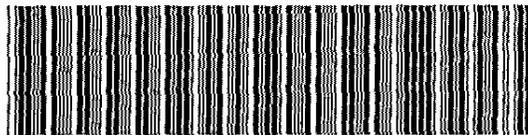
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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FILED  
04 OCT - 6 PM 3: 06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
04 OCT - 6 PM 12: 43  
DIVISION OF CORPORATION

CT CORPORATION

~~September 1, 2004~~  
October 6, 2004

FILED  
04 OCT -6 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Order #: 6131080 SO  
Customer Reference 1:  
Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

DLR Club, Inc. (DE)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan  
Manager Fulfill Ctr  
Connie\_Bryan@cch-lis.com

File 1st

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** DLR CLUB, 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:

MICHAEL YAMIN, ESQ.

(Name of Person)

KAUFMANN, FEINER, YAMIN, GILDIN & ROBBINS, LLP

(Firm/Company)

777 THIRD AVENUE -- 24TH FLOOR

(Address)

NEW YORK, NY 10017

(City/State and Zip code)

FILED  
OCT - 9 PM 3:06  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

For further information concerning this matter, please call:

MICHAEL YAMIN, ESQ.

(Name of Person)

at (212 ) 755-3100

(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

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.

FILED  
OCT - 8 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. DLR CLUB, INC.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp," "Inc.," "Co.," or "Corp.")

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

2. DELAWARE 3. 13-3871833  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. NOVEMBER 7, 1995 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. FEBRUARY 2, 2002  
(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. DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022  
(Principal office address)

DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022  
(Current mailing address)

8. RETAIL CLOTHING  
(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.*

By: CT Corporation System  
RENÉE HAGGER  
(Registered agent's signature)  
**ASSISTANT SECRETARY**

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: ROBERT SIEGEL

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: ALAIN SPRIET

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: ALAIN SPRIET

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

Vice President: GERARD PENA

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

Secretary: GERARD PENA

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

Treasurer: GERARD PENA

Address: DLR CLUB, INC., 551 MADISON AVENUE, NY, NY 10022

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. <sup>20</sup> (SEE ADDENDUM)

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

14. Gerard Pena, VP Finance, CFO  
(Typed or printed name and capacity of person signing application)

ADDENDUM TO APPLICATION OF FOREIGN CORPORATION  
TO CONDUCT BUSINESS IN FLORIDA

**ADDITIONAL OFFICERS**

ROBERT SIEGEL, CHAIRMAN  
DLR CLUB, INC.  
551 MADISON AVENUE  
NEW YORK, NY 10022

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DLR CLUB, 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 THIRTY-FIRST DAY OF AUGUST, A.D. 2004.

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



2557551 8300

040635939

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3326641

DATE: 08-31-04