

FV50000000372

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(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

FV5-372  
OK



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

December 30, 2004

ERIC STEIN  
1820 NE 163RD, #100  
NORTH MIAMI BEACH, FL 33162

SUBJECT: THE ROSE BOX, INC.  
Ref. Number: W04000047525

We have received your document for THE ROSE BOX, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 904A00072113

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2005 JAN 21 PM 3:02

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*Law Offices*  
**ERIC P. STEIN**  
1820 NORTHEAST 163 STREET  
SUITE 100  
NORTH MIAMI BEACH, FLORIDA 33162

TELEPHONE: (786) 248-1000  
FACSIMILE: (786) 248-1004

January 19, 2005

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314


Re: The Rose Box, Inc.

Dear Sir/Madam:

Enclosed please find a copy of a transmittal letter and application previously forward to your office along with a filing fee of \$70.00 for an Application by Foreign Corporation for Authorization to Transact Business in Florida. When the original paperwork was submitted to your office a Certificate of Good Standing from the State of Delaware was not included. Enclosed please find same. Kindly process the application at your earliest opportunity.

If you have any questions, please contact me.

Sincerely,

  
Mari Cepero  
Legal Assistant to  
Eric P. Stein, Esq.

mrc

Enclosures

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2005 JAN 24 PM 3:02  
TALLAHASSEE, FLORIDA

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Rose Box, 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:

<u>Eric Stein</u>	(Name of Person)	<b>ERIC P. STEIN, P.A.</b>
<u>Eric P. Stein PA</u>	(Firm/Company)	<b>Attorney-at-Law</b>
<u>1820 NE 163<sup>rd</sup>, #100</u>	(Address)	<b>1820 N.E. 163<sup>rd</sup> Street, Suite 100</b>
<u>North Miami Beach, FL 33162</u>	(City/State and Zip code)	<b>North Miami Beach, Florida 33162</b>

For further information concerning this matter, please call:

<u>Eric P. Stein</u>	at	<u>(786) 248 1000</u>
(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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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 TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANACT BUSINESS IN THE STATE OF FLORIDA.

1. The Rose Box 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 (State or country under the law of which it is incorporated) 3. 20-1743641 (FEI number, if applicable)

4. OCT-25-2004 (Date of incorporation) 5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3505 Torremolinos Avenue, Miami FL 33178 (Principal office address)

Same (Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the laws of Florida. (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 NOT acceptable) the laws of Florida.

Name: Eric P. Stein PA

Office Address: 1820 NE 163rd, #100

North Miami Beach, Florida 33162 (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.

[Handwritten signature]

(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:

FILED 2005 JAN 24 202 SECRETARY OF STATE ALLAHASSEE FLORIDA

**A. DIRECTORS**

Chairman: MARK STUART

Address: 3505 Torremolinos Avenue  
Miami, FL 33178

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

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

Director: Daniel Turner

Address: 78 Great Clarendon Street  
Oxford, UK OX2 6AU

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

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

**B. OFFICERS**

President: MARK STUART

Address: 3505 Torremolinos Avenue  
Miami, FL 33178

Vice President: Daniel Turner

Address: 78 Great Clarendon Street  
Oxford OX2 6AU UK

Secretary: Daniel Turner

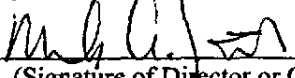
Address: 78 Great Clarendon Street Oxford OX2 6AU

Treasurer: Daniel Turner

Address: 78 Great Clarendon Street Oxford OX2 6AU

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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)

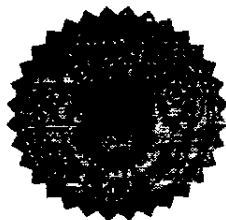
14. Chairman and President  
(Typed or printed name and capacity of person signing application)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE ROSE BOX, 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 JANUARY, A.D. 2005.



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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3614456

DATE: 01-12-05