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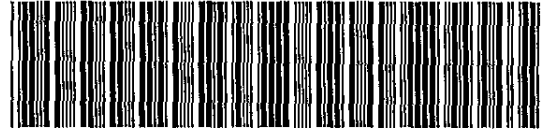
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: J. DEW - Cornell, 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:

Genine Dichiario
(Name of Person)
Jarden Corporation
(Firm/Company)
555 Theodore Fremd Ave., Ste. B-302
(Address)
Rye, NY 10580
(City/State and Zip code)

For further information concerning this matter, please call:

Genine Dichiario at 914 921-7574
(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

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

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 28, 2005

GENINE DI CHIARO
555 THEODORE FREMD AVE STE B-302
RYE, NY 10580

SUBJECT: LOEW-CORNELL INC.
Ref. Number: W05000021464

We have received your document for LOEW-CORNELL 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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 905A00029654

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TALLAHASSEE, FLORIDA

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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. New-Cornell, 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. New Jersey 3. 22-2013755
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 9/25/73 5. perpetual
(Date of incorporation) (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. 563 Chestnut Avenue, Teaneck, NJ 07666
(Principal office address)

2381 Executive Center Drive, Boca Raton, FL 33431
(Current mailing address)

8. Sale of OA Supplies
(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)

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.

Barbara A Burke
(Registered agent's signature)

BARBARA A. BURKE
SPECIAL 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:

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TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: Martin Franklin

Address: 555 Theodore Fremd Avenue, Suite B-302
Rye, NY 10580

Vice Chairman: Ian Ashken

Address: 555 Theodore Fremd Avenue, Suite B-302
Rye, NY 10580

Director: Michael Cornell

Address: 563 Chestnut Avenue
Teaneck, NJ 07666

Director: _____

Address: _____

B. OFFICERS

President: Michael Cornell

Address: 563 Chestnut Avenue
Teaneck, NJ 07666

Vice President: Martin Franklin

Address: 555 Theodore Fremd Avenue, Suite B-302
Rye, NY 10580

Secretary: Ian Ashken

Address: 555 Theodore Fremd Avenue, Suite B-302, Rye, NY 10580

Treasurer: Ian Ashken

Address: 555 Theodore Fremd Avenue, Suite B-302, Rye, NY 10580
please see attached

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

13. Robert Telle

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

14. Robert Telle, Vice President - Tax

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

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Loew- Cornell, Inc

Name	Title	Address
Michael Cornell	President	463 Chestnut Avenue, Teaneck, NJ 07666
Martin Franklin	Vice President	555 Theodore Fremd Avenue, Suite B 302, Rye, NY 10580
Ian G.H. Ashken	Secretary/Treasurer	555 Theodore Fremd Avenue, Suite B 302, Rye, NY 10580
Simon Wood	Vice President	555 Theodore Fremd Avenue, Suite B 302, Rye, NY 10580
James Lillie	Vice President	555 Theodore Fremd Avenue, Suite B 302, Rye, NY 10580
Desiree DeStefano	Vice President	555 Theodore Fremd Avenue, Suite B 302, Rye, NY 10580
William Henzy	Controller	463 Chestnut Avenue, Teaneck, NJ 07666
John Capps	Assistant Secretary	2381 Executive Center Drive, Boca Raton, FL 33431
Mark E. Karolich	Vice President	2381 Executive Center Drive, Boca Raton, FL 33431
Robert P. Totte	Vice President-Tax	2381 Executive Center Drive, Boca Raton, FL 33431

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STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

LOEW-CORNELL, INC.
5462850100

*I, the Treasurer of the State of New Jersey, do
hereby certify that the above-named
New Jersey Domestic Profit Corporation was
registered by this office on September 25, 1973.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

Corporation Trust Company.
820 Bear Tavern Road
West Trenton, NJ 08628 0000

Continued on next page . . .