

FO6000003198

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

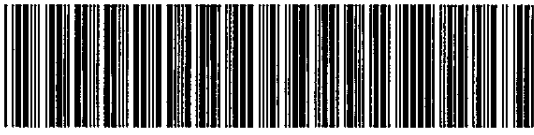
(Business Entity Name)

(Document Number)

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04/14/06 --01046--015 **70.00

06 MAY -2 AM 9:15
DEPT. OF STATE
DIVISION OF CORPORATIONS

W06-18100



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 17, 2006

ATTN: TAX DEPARTMENT
ELIZABETH ARDEN RESORT SPAS, INC.
3522 E UNIVERSITY DRIVE SUITE 5
PHOENIX, AZ 85034

SUBJECT: ELIZABETH ARDEN RESORT SPAS, INC.
Ref. Number: W06000018100

We have received your document for ELIZABETH ARDEN RESORT SPAS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return the original and one copy of 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) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 106A00025972

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Elizabeth Arden Resort Spas, 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:

Attn: Tax Department
(Name of Person)

Elizabeth Arden Resort Spas, Inc.
(Firm/Company)

3822 E. University Drive, Suite 5
(Address)

Phoenix, AZ 85034
(City/State and Zip code)

For further information concerning this matter, please call:

Gabriela Macko at (602) 760-2526
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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.

1. Elizabeth Arden Resort Spas, 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. Arizona 3. 86-0958341
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/23/04 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 3822 E. University Drive, Suite 5, Phoenix, AZ 85034
(Principal office address)

3822 E. University Drive, Suite 5, Phoenix, AZ 85034
(Current mailing address)

8. Beauty salons/ Day spas
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

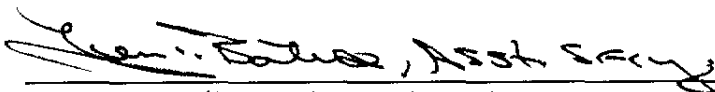
9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 S. 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.


(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.

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STATE DEPT OF REVENUE

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

A. DIRECTORS

Chairman: Peter Shabecoff

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

Vice Chairman: Todd Walter

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

Director: _____

Address: _____

Director: _____

Address: _____

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STATE DIVISION OF CORPORATIONS

B. OFFICERS

President: Todd Walter

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

Vice President: Brian Koenig

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

Secretary: Todd Walter

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

Assistant Secretary/Treasurer: Gabriela Macko

Address: 3822 E. University Drive, Suite 5, Phoenix, AZ 85034

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

13. Gabriela Macko

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

14. Gabriela Macko - Assistant Secretary

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

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****ELIZABETH ARDEN RESORT SPAS, INC.*****

a domestic corporation organized under the laws of the State of Arizona, did incorporate on December 23, 2004.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; and that its most recent Annual Report, subject to the provisions of A.R.S. sections 10-122, 10-123, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 29th Day of March, 2006, A. D.



EXECUTIVE SECRETARY

BY:

A handwritten signature in black ink, appearing to read "Brian C. McNeil", written over a horizontal line.

06 MAY -2 AM 9:15

SECRETARY OF STATE
DIVISION OF CORPORATIONS