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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

RUG ART INTERNATIONAL, INC.

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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. RUG ART INTERNATIONAL, INC. (Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
2. NEW YORK (State or country under the law of which it is incorporated)
3. (FEI number, if applicable)
4. AUGUST 28, 2000 (Date of incorporation)
5. PERPETUAL (Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING (Date first transacted business in Florida, if prior to registration)
7. 106 CAMERON COURT, WESTON, FL 33326 (Principal office address)
(Current mailing address)

8. WHOLESALE - HANDMADE ORIENTAL RUGS AND RELATED PRODUCTS (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: HAIM SASSON
Office Address: 106 CAMERON COURT
WESTON, Florida 33328
(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) HAIM SASSON

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: HAIM SASSON

Address: 106 CAMERON CT.
WESTON, FL 33326

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: HAIM SASSON

Address: 106 CAMERON CT.
WESTON, FL 33326

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. HAIM SASSON, PRESIDENT

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

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

I hereby certify, that the Certificate of Incorporation of RUG ART INTERNATIONAL, INC. was filed on 08/28/2000, 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 an existing corporation.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 06th day of September
two thousand and six.*

A handwritten signature in dark ink, appearing to read "Daniel Shapiro".

Daniel Shapiro
Special Deputy Secretary of State