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(Requestor's Name)

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(Address)

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(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

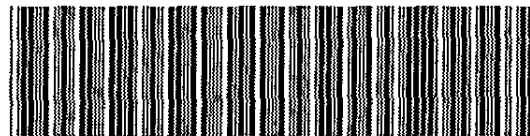
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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

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8/8/07

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**COVER LETTER**

**07 AUG -8 PM 4:26**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Samuels Jewelers, 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:

Pong Luangaphay

(Name of Person)

Samuels Jewelers, Inc.

(Firm/Company)

2914 Montopolis Drive, Suite 200

(Address)

Austin, TX 78741

(City/State and Zip code)

For further information concerning this matter, please call:

Jason Pardue

(Name of Person)

at ( 512 ) 369-1429

(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. Samuels Jewelers, 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. 95-374-6316

(FEI number, if applicable)

4. 08/20/1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Expected: 08/10/07

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

7. 2914 Montopolis Drive, Suite 200

(Principal office address)

Attn: Finance 2914 Montopolis Drive, Suite 200 Austin, TX 78741

(Current mailing address)

8. Profit

(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

(City)

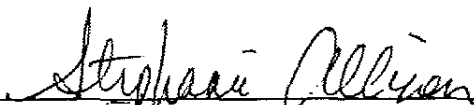
, Florida 33324

(Zip code)

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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)

**Stephanie Allison**  
**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: David Barr

Address: 3901 Rosewell Road NE Suite 315  
Marietta, GA 30062

Vice Chairman: G. K. Nair

Address: 801/802 Prasad Chambers, Opera House  
Mumbai, India 400 004

Director: Randy McCullough

Address: 2914 Montopolis Drive, Suite 200  
Austin, TX 78741

Director: Deepak Gandhi

Address: 500 7th Ave, 12th Floor  
New York, NY 10018

**B. OFFICERS**

President: Randy McCullough

Address: 2914 Montopolis Drive, Suite 200  
Austin, TX 78741

Vice President: Robert Herman

Address: 2914 Montopolis Drive, Suite 200  
Austin, TX 78741

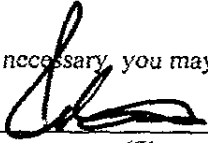
Secretary: Robert Herman

Address: 2914 Montopolis Drive, Suite 200 Austin, TX 78741

Treasurer: Robert Herman

Address: 2914 Montopolis Drive, Suite 200 Austin, TX 78741

**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. Robert Herman, CFO  
(Typed or printed name and capacity of person signing application)

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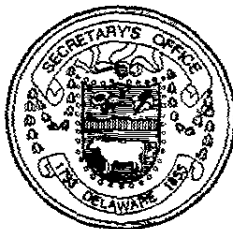
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SAMUELS JEWELERS, 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 THIRD DAY OF AUGUST, A.D. 2007.

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5902203

DATE: 08-03-07