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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

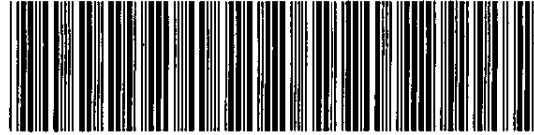
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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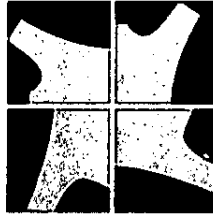
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2008 OCT 13 P 1:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

80-4-01
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Mike de Brie Group
(1896) Limited

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: New Filing Section
Division of Corporations

SUBJECT: Mike de Brie Group (1896) Limited

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.

In furtherance to the certificate of status, and in full compliance with the country of origin's disclosure and protection of creditors' regulations regarding undergoing mergers and acquisitions, we kindly request for you to also file recent merger documents along with our application.

Please return all correspondence concerning this matter to the following:

Paul Di Cieri-Cambon
MIKE DE BRIE GROUP (1896) LIMITED
4891 NW 103rd Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.
(954) 578-3000 - Fax: (954) 578-3001
E-mail: info@mike-de-brie.co.uk

Sincerely,


Paul Di Cieri-Cambon
Authorized Officer

**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. MIKE DE BRIE GROUP (1896) LIMITED (COMPANY)

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. ENGLAND & WALES

(State or country under the law of which it is incorporated)

3. 26-3490664

(FEI number, if applicable)

4. 08/18/2006

(Date of incorporation)

5. PERPETUAL

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

6. OCTOBER 15, 2008

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

7. 4891 NW 103rd Ave, Suite# 14, Sunrise, Florida 33351

(Principal office address)

4891 NW 103 Ave, Suite# 14, Sunrise, Florida 33351

(Current mailing address)

8. The purpose of the corporation is to engage in any lawful, for-profit activities

(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: **Paul Di Cieri-Cambon**

Office Address: **4891 NW 103 Ave, Suite# 14**

Sunrise

(City)

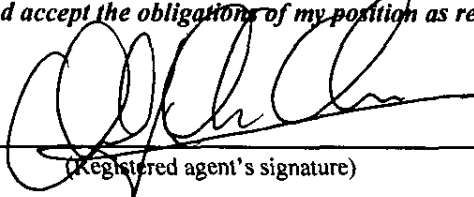
33351

(Zip code)

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ALLAHASSEE, FLORIDA

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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Paul Di Cieri-Cambon

Address: 4891 NW 103 Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.

Vice Chairman: Sonja Christine Di Cieri-Cambon

Address: 4891 NW 103 Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.

Director: Carmen Cambon

Address: 4891 NW 103 Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.

Director: Susan Roberts

Address: The Grainstore, Stoke Road, Blisworth
Northamptonshire NN7 3DB - United Kingdom

B. OFFICERS

President: Paul Di Cieri-Cambon

Address: 4891 NW 103 Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.

Vice President: Sonja Christine Di Cieri-Cambon

Address: 4891 NW 103 Ave, Suite# 14
Sunrise, FL 33351 - U.S.A.

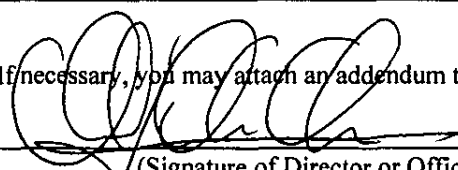
Secretary: Carmen Cambon

Address: 4891 NW 103 Ave, Suite# 14, Sunrise, Florida 33351

Treasurer: Susan Roberts

Address: The Grainstore, Stoke Road, Blisworth, Northamptonshire NN7 3DB - UK

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



THE COMPANIES ACT 1985

Company No. 5909937

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TALLAHASSEE, FLORIDA

The Registrar of Companies for England and Wales hereby certifies that

MIKE DE BRIE GROUP (1896) LIMITED (originally called TRADING CO (SPAIN) LTD changed its name on 26th June 2008 to GILBERT & DE LUCA (1939) LIMITED which was changed on 2nd July 2008 to MIKE DE BRIE GROUP (1896) LIMITED each change having been made by special resolution) was incorporated under the Companies Act 1985 as a limited company on 18th August 2006.

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
- b) no receiver or manager of the company's property has been appointed.

Given at Companies House, Cardiff the 7th October 2008

B Church

BRENDA CHURCH
for the Registrar of Companies



Companies House
— for the record —