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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)

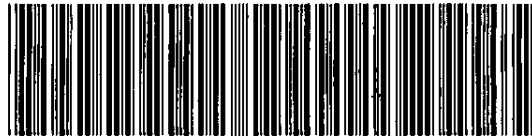
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2009 MAY -4 P 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY -5 2009
D.A. WHITE

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COVER LETTER

2009 MAY -4 P 4:19

TO: New Filing Section
Division of Corporations

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Big Dog USA, 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:

Nicole Pino
(Name of Person)
Big Dog USA, INC
(Firm/Company)
121 Gray Ave
(Address)
Santa Barbara, CA 93101
(City/State and Zip code)

For further information concerning this matter, please call:

Nicole Pino at (805) 903-8727 x1216
(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

FILED

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

2009 MAY -4 P 4:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Big Dog USA, 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. CALIFORNIA

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

3. 77-0395316

(FEI number, if applicable)

4. 12/93

(Date of incorporation)

5. Perpetual

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

6. upon qualification

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

7. 121 Gray Ave., Santa Barbara, CA 93101

(Principal office address)

Same

(Current mailing address)

8. Retail sales

(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: National Registered Agents, Inc.

Office Address: 2731 Exec. Pkwy #4

Weston

(City)

3331

(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.

Michael Donnan

(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

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. Anthony Wall, Secretary and exec. Vice President

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See attached

Chairman:
Fred Kayne
121 Gray Ave.
Santa Barbara, CA 93101

Director:
Andrew Feshbach
121 Gray Ave.
Santa Barbara, CA 93101

Officers:
Andrew Feshbach
President
121 Gray Ave.
Santa Barbara, CA 93101

Anthony Wall
Secretary and Vice President
121 Gray Ave.
Santa Barbara, CA 93101

Roberta Morris
Treasurer
121 Gray Ave.
Santa Barbara, CA 93101

FILED

2009 MAY -4 P 4: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of California
Secretary of State

FILED

CERTIFICATE OF STATUS

2009 MAY -4 P 4: 19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ENTITY NAME:

BIG DOG USA, INC.

FILE NUMBER: C1878890
FORMATION DATE: 12/31/1993
TYPE: DOMESTIC CORPORATION
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is authorized to exercise
all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of April 24, 2009.

Debra Bowen

DEBRA BOWEN
Secretary of State