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Florida Department of State
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To: Division of Corporations
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From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
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FOREIGN PROFIT/NONPROFIT CORPORATION
CANALI U.S.A. INC.

Certificate of Status	0
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MRS 10/31

**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. Canali U.S.A. 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. New York

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

3. n/a

(FEI number, if applicable)

4. April 2, 1984

(Date of incorporation)

5. perpetual

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

6. _____

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

7. 415 West 13th Street, Unit 2S, New York, New York 10014

(Principal office address)

same as above

(Current mailing address)

8. To buy, sell, import, export, distribute and generally act as sales agent in connection with the marketing, sale and
distribution of men's clothing and accessories and engage in all activities that are incidental and related thereto

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.*

Corporation Service Company

By: Elizabeth R. Konieczny

(Registered agent's signature)

Elizabeth R. Konieczny, Asst. Vice President

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Eugenio CanaliAddress: Via Lombardia 17/19, 20845 Sovico, Italy

Director: _____

Address: _____

B. OFFICERSPresident: Eugenio CanaliAddress: Via Lombardia 17/19, 20845 Sovico, ItalyVice President: Giorgio CanaliAddress: Via Lombardia 17/19, 20845 Sovico, ItalySecretary: Giorgio CanaliAddress: Via Lombardia 17/19, 20845 Sovico, ItalyTreasurer: Stefano CanaliAddress: Via Lombardia 17/19, 20845 Sovico, Italy

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

13. _____

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Giorgio Canali, VP + Secy

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

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**State of New York
Department of State**

} ss:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby certify, that the Certificate of Incorporation of CANALI U.S.A. INC. was filed on 04/02/1984, under the name of CANALI MILANO CORP., 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.

A Certificate of Amendment CANALI MILANO CORP., changing its name to CANALI U.S.A. INC., was filed 02/03/1988.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 19th day of October
two thousand and eleven.*

Daniel Shapiro
First Deputy Secretary of State