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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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SUBJECT: DENNY HORN & ASSOCIATES, 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:

Gregory A. Horn
(Name of Person)
HARLAN BOSTON BEVER & HORN
(Firm/Company)
400 Bank One Building
10 North Seventh Street
(Address)
Richmond, Indiana 47374
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Gregory A. Horn at (317) 962 - 7527
(Name of Person) Area Code & Daytime Telephone Number

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DIVISION OF CORPORATIONS
STATE OF FLORIDA
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COURIER ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. DENNY HORN & ASSOCIATES, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership, if not so contained in the name at present.)

2. Indiana

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

3. 35-1857789

(FEI number, if applicable)

4. 04-01-92

(Date of incorporation)

5. perpetual

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

6. Upon receipt of Florida certificate

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 440 Richards Court

Marco Island, Florida 33937

(Current mailing address)

8. Engage in bridal and formal wear business including manufacture, design, sell, at wholesale and retail and otherwise deal with brides, formal
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) formal wear.

9. Name and street address of Florida registered agent:

Name: Denny L. Horn

Office Address: 440 Richards Court

Marco Island

, Florida , 33937

(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.

Denny L. Horn
(Registered agent's signature)

Denny L. Horn

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Denny L. Horn

Address: 440 Richards Court

Marco Island, Florida 33937

Vice Chairman: _____

Address: _____

Director: Diana K. Horn

Address: 440 Richards Court

Marco Island, Florida 33937

Director: Derek K. Horn

Address: 4300 Roswell Rd., N.E.

Unit #58

Atlanta, Georgia 30342**

**SEE ADDITIONAL SHEET ATTACHED FOR ADDITIONAL DIRECTORS

B. OFFICERS

President: Denny L. Horn

Address: 440 Richards Court

Marco Island, Florida 33937

Vice President: _____

Address: _____

Secretary: Diana K. Horn

Address: 440 Richards Court

Marco Island, Florida 33937

Treasurer: Diana K. Horn

Address: 440 Richards Court

Marco Island, Florida 33937

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

13.

Denny L. Horn
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Denny L. Horn, President

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

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ADDITIONAL DIRECTORS:

Director: Dona Lynn Horn

Address: 4300 Roswell Road, N.E.
Unit #58
Atlanta, Georgia 30342

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

DENNY HORN & ASSOCIATES, INC.

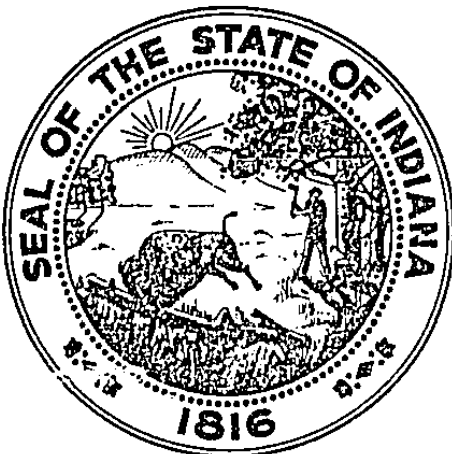
filed Articles of Incorporation on April 01, 1992, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

In Witness Whereof, I have hereunto set
hand and affixed the seal of the State of
Indiana, at the City of Indianapolis, this
Fourth day of January, 1995

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

By Ann Israel
Deputy



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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