

E95000002731



100 HAYS STREET
ALLIANCE, FL
331-0
800-342-8086

ACCOUNT NO. : 072100000032
REFERENCE : 592550 86901D
AUTHORIZATION : Patricia Pizzuto
COST LIMIT : \$ 122.50

wa5-9598

ORDER DATE : May 8, 1995

ORDER TIME : 9:31 AM

ORDER NO. : 592550

100001479101

CUSTOMER NO: 86901D

CUSTOMER: Ms. Patty Del Rio
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: TREATS INTERNATIONAL, INC

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

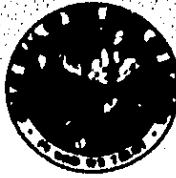
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -7 PM 12:15

wa
6/7



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 8, 1995

CSC NETWORKS

SUBJECT: TREATS INTERNATIONAL, INC.
Ref. Number: W9500009598

*Change date 1st from bar
without affidavit - sent
back to CSC
Hart 5/31*

We have received your document for TREATS INTERNATIONAL, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 695A00022578

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

PERLEY-ROBERTSON, PANET, HILL & McDOUGALL

BARRISTERS & SOLICITORS-AVOCATS & PROCUREURS
PATENT & TRADE MARK AGENTS-AGENTS DE BREVETS & MARQUES

88 RUE BANK STREET
OTTAWA, CANADA, K1P 6C1
TEL: (613) 238-2022
1-800-268-8282
FAX: (613) 238-8775

Reply to/Communiquer avec:
SUE KAVANAGH
Direct line/Ligne directe:

Offices in/Bureaux à:
OTTAWA
KANATA

June 6, 1995

BY COURIER

Debbie Skipper
CSC Networks/Prentice Hall Legal
& Financial Services
1201 Hays Street
Suite 105
Tallahassee, Florida
32301

Dear Debbie:

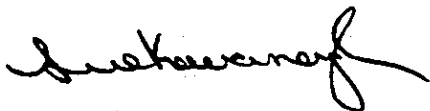
Re: Treats International, Inc.

Further to our telephone conversations, enclosed please find the Affidavit required by the Florida Department of State in order to complete the Application for Registration.

Kindly arrange to file the Affidavit on Wednesday, June 7th with Lee Rivers of the Florida Department of State and provide us with proof of registration by fax as soon as possible.

Thank you for your assistance in this matter.

Yours very truly,



Sue Kavanagh
Senior Corporate Clerk

34:sk
Encl.

AFFIDAVIT

On this day personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements **DAVID DEAN** who after having first been duly sworn, upon oath deposes and says as follows:

1. I am **Treasurer & Chief Financial Officer** of **TREATS INTERNATIONAL, INC.**, a corporation organized under the laws of **Delaware**.
2. The "Application by Foreign Corporation for Authorization to Transact Business in Florida" submitted to the Florida Department of State, contained erroneous information.
3. **TREATS INTERNATIONAL, INC.** commenced transacting business in Florida on February 20, 1995. The date of **July 7, 1994**, as stated in section six (6) of its application is erroneous. The previous activities conducted within the State of Florida from **July 7, 1994 until February 20, 1995** by said corporation did not constitute the transaction of business pursuant to section 607.1501, Florida Statutes.
4. The correct date the corporation began conducting its affairs in Florida was **February 20, 1995**.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN - 7 PM 12:05



David Dean, Treasurer & Chief Financial Officer

On this 6TH day of **June, 1995**, **David Dean** personally appeared before me, who is personally know to me.



Notary Public Signature

Carmen Mary Savary, Notary Public,
Regional Municipality of Ottawa-Carleton,
Qualified to the attestation of instruments and
the taking of affidavits, for Treats International
Enterprises Inc. and its subsidiaries.
Expires October 24, 1997.

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. TREATS INTERNATIONAL, 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. DELAWARE

06-1309896

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

3. (FEI number, if applicable)

4. Nov. 30, 1990

(Date of Incorporation)

5. PERPETUAL

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

6. February 20, 1995

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 418 Preston Street

Ottawa, Ontario K1S 4N2

(Current mailing address)

8. OPERATION OF CORPORATELY OWNED RETAIL OUTLET

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

Tallahassee

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.

The Prentice-Hall Corporation System, Inc.

By: Merryl Wiener, Asst VP
(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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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -7 PM 12:15

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

A. DIRECTORS

DIRECTOR

Paul Gibson

~~XXXXXXXXXX~~

Address:

1502 Bourcier Drive

Orleans, ON K1E 3J6

Vice Chairman:

Address:

Director:

David Dean

Address:

128 Pineridge Road

Carp, ON K0A 1L0

Director:

John Deknatel

Address:

112 Four Seasons Drive

Nepean, ON K2E 7S1

B. OFFICERS

President:

Paul Gibson

Address:

same as above

Vice President:

John Deknatel

Address:

same as above

Secretary:

Paul Gibson

Address:

same as above

Treasurer:

David Dean

& Chief Financial Officer

Address:

same as above

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

13.

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

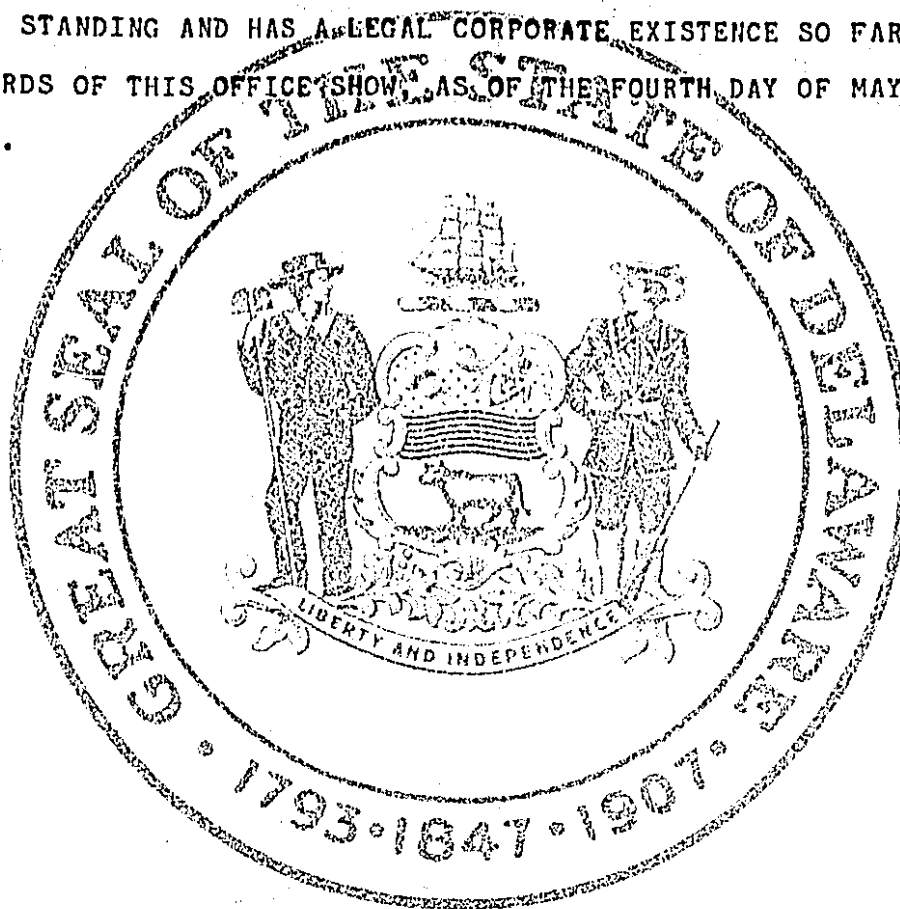
14.

Paul Gibson, President & Secretary

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

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TREATS INTERNATIONAL, 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 FOURTH DAY OF MAY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN -7 PM 12:15



Edward J. Freel

Edward J. Freel, Secretary of State

2245638 8300

950098929

AUTHENTICATION:

7495137

DATE:

05-04-95



F95000002731

November 27, 1990

Florida Department of State

Attention: Sandra B. Mortham

RE: CHANGE OF ADDRESS OF TREATS INTERNATIONAL INC.

Dear Sandra B. Mortham

Upon filing the application for reinstatement, document # F95000002731, the "Principal Place of Business" was incorrect. The correct address is:

Citrus Centre
255 South Orange Avenue
Unit # 101
Orlando, Florida
U.S.A. 32801

The mailing address remains the same. If you should have any questions regarding this matter, please do not hesitate to contact me at (407) 872-3600

Yours truly,
Treats International Inc.


Erhard Sommer
President

ES/ar

Treats International Inc. 255 South Orange Avenue Unit 101, Orlando, Florida 32801

1510/11