

TRANSMITTED LETTER

[illegible]

(Name of corporation - must include suffix)

was -1715"

(Name of Person)

(Firm/Company)

(Address)

(City/State/Zip)

(Name of Person)

(Area Code & Daytime Telephone Number)

**Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314**

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. MANUFACTURERS MARKETING GROUP LTD., 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. NEW YORK
(State or country under the law of which it is incorporated)

3. 13-3835580
(FBI number, if applicable)

4. MAY 17 1995
(Date of Incorporation)

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

6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 1412 BROADWAY, SUITE 1502 NEW YORK NY 10018
(Current mailing address)

8. MANUFACTURERS REPRESENTATIVE FOR GARMENTS
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: YOLANDE S. EAGLE

Office Address: 17322 VENTANA DRIVE

BOCA RATON, Florida, 33487
(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.

Yolande S. Eagle
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: MARK A. HIRSH

Address: 1077 RIVER RD.

EDGEWATER, NJ 07020

Vice President: YOLANDE S. EAGLE

Address: 17322 VENTANA DRIVE

BOCA RATON, FL 33487

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. x Yolande S. Eagle VP
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

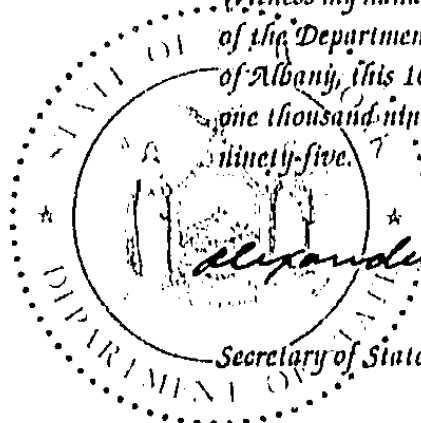
14. x Yolande S. Eagle V.P.
(Typed or printed name and capacity of person signing application)

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of MANUFACTURERS MARKETING GROUP LTD. was filed on 05/12/1995, under the name of ENHANCEMENT REPRESENTATIVES, LTD., with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment ENHANCEMENT REPRESENTATIVES, LTD., changing name to MANUFACTURERS MARKETING GROUP LTD., was filed 05/17/1995.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 16th day of August
one thousand nine hundred and
ninety-five.



Alexander F. Trenchwell

Secretary of State

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