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PREMIER
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET

FAIRFAX, VA 22031

TEL: 703-222-1100

FAX: 703-222-1101

800-342-8086

95 OCT 27 PM 6:12

DIVISION

ACCOUNT NO. : 002100000003

REFERENCE : 717628

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AUTHORIZATION *Attorney*

COST LIMIT : \$ 122.50

ORDER DATE : October 26, 1995

ORDER TIME : 2:52 PM

ORDER NO. : 717628

CUSTOMER NO: 5524A

CONFIDENTIAL

CUSTOMER: Dana Knollenberg, Legal Asst
Ginsberg Brosilow, P.C.
Suite 750
14785 Preston Road
Dallas, TX 75240

95-21490

FOREIGN FILINGS

NAME: CONFETTI, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Ruzin


FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 OCT 27 PM 3:05

**RESOLUTION OF FOREIGN CORPORATION
to Qualify Under an Assumed/Fictitious Name**

The undersigned hereby certifies that the Board of Directors of **CONFETI, INC.**, a foreign corporation desiring authority to transact business in the State of Florida, did on the 16th day of October, 1995, adopt the following resolution to wit:

RESOLVED, that the corporation is hereby directed to make application for a license to transact business in Florida under the assumed/fictitious name of "**CONFETI THE GIFT SUPERSTORE**", INC. and that the corporation will transact business in Florida only under such assumed/fictitious name.

CONFETI, INC.
a Delaware corporation

By: 
Errol Jacobson
Vice-President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 27 PM 3:05

**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. Confetti, 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 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 1/17/95 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 730 Avenue F, Suite 220
Plano, Texas 75074
(Current mailing address)
8. any and all lawful business for which corporations may be incorporated
(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: CORPORATION SERVICE COMPANY

Office Address: 1201 Hays Street

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.

CORPORATION SERVICE COMPANY

By: [Signature]
(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
95 OCT 27 PM 3:45

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

A. DIRECTORS

Chairman: _____

Address: _____

Director

~~XXXXXXXXXX~~ Vice Chairman: Jerry Cohen

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

Director: Errol Jacobson

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

Director: Esme Jacobson

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

B. OFFICERS

President: Jerry Cohen

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

Exec. Vice President: Liora Cohen

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

Secretary: Esme Jacobson

Address: 730 Avenue F, Suite 220

Plano, Texas 75074

Vice-President

~~XXXXXXXXXX~~ Treasurer: Errol Jacobson

Address: 730 Avenue F, Suite 220

Plano, TX 75074

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

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

14. Errol Jacobson, Vice-President
(Typed or printed name and capacity of person signing application)

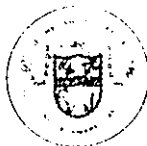
FILED
SECRETARY OF STATE
95 OCT 21 PM 3:05

State of Delaware
Office of the Secretary of State

Page 1

THE SECRETARY OF STATE OF THE STATE OF DELAWARE
DO HEREBY CERTIFY THAT THE ABOVE NAMED CORPORATION
HAS BEEN INCORPORATED IN THE STATE OF DELAWARE AND IS A
CORPORATE ENTITY EXISTING AS OF THE DATE OF THE
SIGNATURE OF THE SECRETARY OF STATE ON THE
CERTIFICATE OF INCORPORATION.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 31 PM 3:05



Edward F. Friel

Edward F. Friel, Secretary of State

AUTHENTICATION

DATE

TO

F95000005296



200 Preston Royal Village
Dallas, Texas 75208

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input checked="" type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

JUL 3 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -1 PM 4:08

Examiner's Initials

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

CONFETTI, INC. dba Confetti The Gift Superstore, Inc.
(Name of Corporation)

STATE OF DELAWARE
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

209 Preston Royal Village
(Mailing Address)

Dallas, TX 75230
(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

Signature

Title

ERROL JACOBSON

Typed or printed name

Date

3/6/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUL -1 PM 4:08