

F9500005496

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

SUBJECT: BLACK MARKET WOMENS CLOTHING STORES, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

W95-20334

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:

Daniel J. Mellin
(Name of Person)

HILLMAN, BROWN & DARROW, P.A.
(Firm/Company)

221 Duke of Gloucester Street
(Address)

Annapolis, Maryland 21401-2582
(City, State and Zip Code)

W95-20334
11/9

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

Daniel J. Mellin at (410) 263 - 3131
(Name of Person) Area Code & Daytime Telephone Number

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 12, 1995

DANIEL J. MELLIN
HILLMAN, BROWN & DARROW, P.A.
221 DUKE OF GLOUCESTER STREET
ANAPOLIS, MD 21401-2582

SUBJECT: BLACK MARKET WOMEN'S CLOTHING STORES, INC.
Ref. Number: W95000020334

We have received your document for BLACK MARKET WOMEN'S CLOTHING STORES, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy you submitted, as it is not the same as the certificate we require. Please refer to the photocopied example certificate of existence attached.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Lee Rivers
Document Examiner

Letter Number: 795A00046127



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1995

DANIEL J. MELLIN, ESQ.
HILLMAN BROWN & DARROW, P.A.
P. O. BOX 668
ANNAPOLIS, MD 21404-0668

The name BLACK MARKET WOMENS CLOTHING STORES, INC. has been reserved for 120 days beginning May 19, 1995. The reservation number is R95000002243 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 395A00025845

**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:*

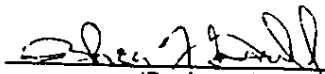
1. BLACK MARKET WOMENS CLOTHING STORES, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Maryland
(State or country under the law of which it is incorporated)
3. 52-1413575
(FEI number, if applicable)
4. July 21, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Just started doing business
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. c/o The White House, Inc.
7600 Energy Parkway
Baltimore, Maryland 21226-1733
(Current mailing address)
8. Sales of womens' clothing
(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: R. Grill

Office Address: 1170 3rd Street South, #102
Naples, Florida, 33940
(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.



(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:

A. DIRECTORS

Chairman: Richard Samiento

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Vice Chairman: Patricia Darrow-Smith

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Director: F. Michael Smith

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Director: _____

Address: _____

B. OFFICERS

President: F. MICHAEL SMITH

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Vice President: Patricia Darrow-Smith

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Secretary: Michael Smith

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

Treasurer: Richard Samiento

Address: 7600 Energy Parkway

Baltimore, Maryland 21226-1733

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

13.

[Signature]

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

14.

F. MICHAEL SMITH, President

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

STATE OF MARYLAND

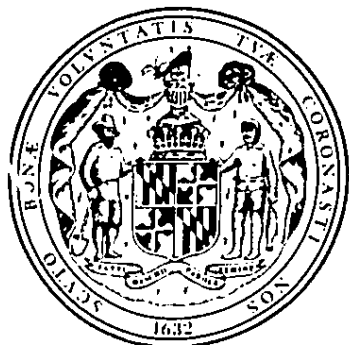
400940

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

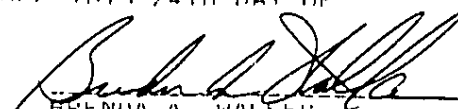
301 West Preston Street Baltimore, Maryland 21201

I, BRENDA A. WALKER, OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATION, TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BLACK MARKET WOMEN'S CLOTHING STORES, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECIPIED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HERETO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 24TH DAY OF OCTOBER, 1995.


BRENDA A. WALKER
ADMIN. SPECIALIST II