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BLANVER USA, INC.
7040 [illegible]nor [illegible] S[illegible]8
Orla[illegible], FL [illegible]09

March 5, 1996

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Application of Blanver USA, Inc. (the "Corporation)
for Authorization to Transact Business in Florida

Dear Sir or Madam:

Enclosed please find the following: (i) a completed and properly executed Application by Foreign Corporation for Authorization to Transact Business in Florida, (ii) a certified original of a certificate of existence of the Corporation issued by the Secretary of State of Delaware, (iii) a transmittal letter, and (iv) a check in the amount of $70.00 payable to the Florida Department of State.

Should you have any questions, please do not hesitate to contact me at (212) 758-6236.

TB 3/21

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*****70.00 *****70.00

Very truly yours

Michael F. Beckert

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 15 AM 11:30

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. BLANVER USA, 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
(State or country under the law of which it is incorporated)

3. 59-3364923
(FEI number, if applicable)

4. January 19, 1996
(Date of Incorporation)

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

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6. January 19, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 7040 Lake Ellenor Drive, Suite 108
Orlando, FL 32809
(Current mailing address)

8. All purposes for which corporations may be formed in the State of Delaware
(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 <u>NOT</u> acceptable)

Name: Valdemir Passos

Office Address: 7040 Lake Ellenor Drive, Suite 108

Orlando, , Florida , 32809
(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.

Valdemir Correa Passos
(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: ____________________

Sole Director: ~~Sergio Frangioni~~

Address: Blanver Farmoquimica, Ltda., Rua Lucia, 2-Parque Sao George
~~06700-000 - Cotia - Sao Paulo - Brasil~~

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Director: ____________________

Address: ____________________

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

President: Sergio Frangioni

Address: ~~Blanver Farmoquimica, Ltda., Rua Lucia, 2-Parque Sao George~~
06700-000 - Cotia - Sao Paulo - Brasil

Vice President: Valdemir Passos

Address: 7040 Lake Ellenor Drive, Suite 108
~~Orlando, Fl 32809~~

Vice President and Secretary: ~~Michael F. Beckert~~

Address: 400 East 57th Street, Suite 4B
~~New York, NY 10022~~

Treasurer: Sandra Lorenzo

Address: ~~Blanver Farmoquimica, Ltda., Rua Lucia, 2-Parque Sao George~~
06700-000 - Cotia - Sao Paulo - Brasil

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

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

14. Michael F. Beckert - - Vice President
(Typed or printed name and capacity of person signing application)

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLANVER USA, 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 TWENTY-NINTH DAY OF FEBRUARY, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR 15 AM 11:30

Edward J. Freel, Secretary of State

AUTHENTICATION: 7847870

DATE: 02-29-96

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