

F9600000 1903

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PALermo PARFumia, LTD.
(Name of corporation - must include suffix)

Dear Sir or Madam:

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:

7000001782887
04/16/96--01096--008
*****78.75 *****78.75

MARY C. BARTON
(Name of Person)

PALermo PARFumia, LTD.
(Firm/Company)

27501 S.W. 165 Th. Ave.
(Address)

Homestead, Florida
(City/State/Zip)

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

MARY C. BARTON
(Name of Person)

gave call to add INC.
12 4/14

at (305) 247-9841
(Area Code & Daytime Telephone Number)

FAX # 305-247-0154

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

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. PAHERMO PARFUMIA 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.)
DELAWARE FILE #
2. DELAWARE
(State or country under the law of which it is incorporated)
3. 26034-85
(FBI number, if applicable) 22-342-8969
4. MARCH 18, 1996
9:00 A.M.
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. WILL FIRST TRANSACT BUSINESS WHEN CORPORATE
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.33, F.S.))
HAS FULFILLED ALL REQUIREMENTS PRESCRIBED BY LAW.
7. We expect to be completed by MAY 1, 1996.
27501 S.W. 165TH AVE., HOMESTEAD,
FLORIDA 33031
(Current mailing address)
8. CREATION AND DEVELOPMENT OF FRAGRANCES
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
FOR THE PURPOSES OF RESALE.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: MARY C. BARTON

Office Address: 27501 S.W. 165TH AVE.

HOMESTEAD, Florida, 33031
(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.

Mary C. Barton
(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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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: MARY C. BARTON
Address: 27501 S.W. 165TH AVE., HOMESTEAD,
FLORIDA 33031
Vice Chairman: _____
Address: _____

Director: BARBARA COMPTON
Address: 630 OVERTON PLACE
LONG BRANCH, N.J. 07740-5409
Director: _____
Address: _____

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

President: MARY C. BARTON
Address: 27501 S.W. 165TH AVE.
HOMESTEAD, FLORIDA 33031
Vice President: BARBARA COMPTON
Address: 630 OVERTON PLACE
LONG BRANCH, N.J. 07740-5409
Secretary: MARY C. BARTON
Address: 27501 S.W. 165TH AVE.
HOMESTEAD, FLORIDA 33031
Treasurer: BARBARA COMPTON
Address: 630 OVERTON PLACE
LONG BRANCH, N.J. 07740-5409

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

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

14. MARY C. BARTON
(Typed or printed name and capacity of person signing application)
CHAIRMAN / PRESIDENT

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PALERMO PARFUMIA, LTD." 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 TWELFTH DAY OF APRIL, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PALERMO PARFUMIA, LTD." WAS INCORPORATED ON THE EIGHTEENTH DAY OF MARCH, A.D. 1996.

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Edward J. Freel, Secretary of State

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AUTHENTICATION:

7905281

DATE:

04-12-96