

F96000002875

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ALL THAT GLITTERS FROM SEVINS TO DIAMONDS, Inc.
(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:

PAT FASY
(Name of Person)

W96-11549

ALL THAT GLITTERS
(Firm/Company)

THE PLAZA 1170 3RD ST S. # B101
(Address)

NAPLES, FL 33940
(City/State/Zip)

400001845234
-05731/96--01011--002
*****70.00 *****70.00

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

PAT FASY
(Name of Person)

at (941) 403-0313
(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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 PM 12:03
LC
6/10



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 31, 1996

PAT FASY
ALL THAT GLITTERS
1170 3RD STREET S., #B101 THE PLAZA
NAPLES, FL 33940

SUBJECT: ALL THAT GLITTERS, INC.
Ref. Number: W96000011549

We have received your document for ALL THAT GLITTERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed in number one of the application must be identical to the name listed in the certificate of existence.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

If you would like to use the resolution form to adopt the name ALL THAT GLITTERS "EVERYTHING FROM DENIMS TO DIAMONDS" INC., you may do so. Please bear in mind that the name in line 1 of your application must still be ALL THAT GLITTERS, INC.;" the only place the name you choose to adopt will appear is on the resolution form. If you would like to check the availability of any name you'd like to adopt, you may call us at the number listed below.

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: 896A00027247

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

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DIVISION OF CORPORATIONS
96 JUN 10 PM 12:03

I, the undersigned PATRICIA FASY, do hereby certify
(Name)

that this Resolution of the Board of Directors of ALL THAT GLITTERS, INC.
(Corporate Name)

a corporation duly organized and existing under the laws of the State of DELAWARE,

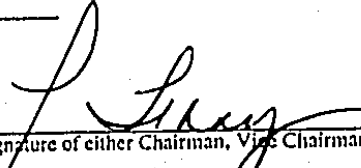
was duly adopted on JUNE 5, 1996.

Be it resolved, that ALL THAT GLITTERS, INC.
(Corporate Name)

organized and existing in the State of DELAWARE, hereby adopts the name

ALL THAT GLITTERS "EVERYTHING FROM DENIMS TO DIAMONDS," INC. for use in Florida.

Dated: 6/5/96


Signature of either Chairman, Vice Chairman or any officer

PATRICIA FASY PRESIDENT
Type or print name

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. ALL THAT GLITTERS, INC. *JRC.* *will not file*
(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. DE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/29/96 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. APRIL 22, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. THE PLAZA 1190 THIRD ST S. #101
NAPLES, FL 33940
(Current mailing address)

8. RETAIL STORE
(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: PAT FASY

Office Address: 2761 LONGBEAT DR.

NAPLES, Florida, 33942
(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.

[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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DIVISION OF CORPORATIONS
96 JUN 10 PM 12:08

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: PATRICIA FASY

Address: 2761 Longboat Dr
Naples FL 33942

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: PATRICIA FASY

Address: 2761 Longboat Dr
Naples FL 33942

Vice President: "

Address: _____


Secretary: "

Address: _____

Treasurer: "

Address: _____

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

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

14. PATRICIA FASY
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALL THAT GLITTERS, 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 THIRD DAY OF MAY, A.D. 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 PM 12:03



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 7932122

DATE: 05-03-96

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