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TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION  
DIVISION OF CORPORATIONS

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6000001173276  
-02/07/96--01010--001  
\*\*\*1400.00 \*\*\*1400.00

SUBJECT: ULLA DARNI GALLERIES INC 1094-11062  
(Name of corporation)

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:

TINA GAGLIARDY  
(Name of Person)  
ULLA DARNI GALLERIES INC  
(Firm/Company)  
RT 23 HC1 BOX 65  
(Address)  
ROSA NY 12405  
(City, State and Zip Code)

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

TINA GAGLIARDY at ( 518 ) 622-3566  
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

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

MAILING ADDRESS:

Qualification/Registration Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

May 17, 1994

TINA GAGUARDY  
RT 23 HCI BOX 65  
ACRA, NY 12405

SUBJECT: ULLA DARNI GALLERIES, INC.  
Ref. Number: W94000011062

We have received your document for ULLA DARNI GALLERIES, 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):

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1400.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

The registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or

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FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call  
(904) 487-6097.

Michael Mays  
Corporate Specialist

Letter Number: 994A00023685

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FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

June 13, 1994

John Rath  
Ulla Darni Galleries, Inc.  
45 Five Mile Woods Road., Ste #1  
Catskill, NY 12414

RE: Ulla Darni Galleries, Inc.

This letter is in response to your letter dated June 9, 1994, concerning the qualification and penalty fees of Ulla Darni Galleries, Inc., considering the fact of possibly waving the penalty fee.

We appreciate the fact that Ulla Darni Galleries, Inc., has responded to our inquiry. However, each foreign corporation that intends to transact business in this state is required to obtain a certificate of authority from the Department of State prior to transacting business as stated in section 607.1501(1), Florida Statutes (copy enclosed).

This office is statutorily mandated to collect the appropriate civil penalty of \$500.00 for each year that a foreign corporation transacts business in this state without authority, which is a minimum penalty allowed by law. Florida law does not grant this office the authority to waive or dismiss these appropriate fees. Section 607.1502(4), Florida Statutes, further directs the Florida Department of State to collect all penalties and annual reports fees due this office and to recover such fees through an action in circuit court.

Again, this office appreciates, and does not question Ulla Darni Galleries honorable intention to comply with a variety of filing requirements and laws in the state of Florida. We therefore request that the penalty fee of \$1400.00 be remitted to this office within thirty (30) days.

If you have any questions regarding this matter, please call (904) 487-6097 or write the Tax Lien Section P.O. Box 6327, Tallahassee, Florida 32314.

Sincerley,

Michael Mays, Corporate Specialist  
Division of Corporations

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FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

December 1, 1994

TINA GAGUARDY  
RT 23 HCI BOX 65  
ACRA, NY 12405

SUBJECT: ULLA DARNI GALLERIES, INC.  
Ref. Number: W94000011062

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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for ULLA DARNI GALLERIES, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1992. You were notified by letter dated June 13, 1994, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1400.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Michael Mays  
Corporate Specialist      Letter No. 294A00051539

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

February 1, 1995

TINA GAGUARDY  
RT 23 HCI BOX 65  
ACRA, NY 12405-9712

SUBJECT: ULLA DARNI GALLERIES, INC.  
Ref. Number: W94000011062

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**CERTIFIED MAIL #P 348 066 577  
RETURN RECEIPT REQUESTED**

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of ULLA DARNI GALLERIES, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by ULLA DARNI GALLERIES, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$1400.00 are now due. To avoid further penalty, payment must be remitted within 15 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Douglas D. Sunshine, Assistant General Counsel

Enclosures Letter No. 495A00004181



*Department of State*  
*Memorandum Office of the General Counsel*

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TO: File

FROM: Marc W. Dunbar, Assistant General Counsel

DATE: January 30, 1996

RE: Ulla Darni Galleries, Inc.

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Based on a review of the file and the payment provided by this corporation, it is my recommendation that this file be closed and this corporation be qualified to do business. This corporation has paid all outstanding penalties and fees and now wishes to be qualified to do business in this state.

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MWD/mwd

**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. ULLA DARNI GALLERIES 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. NEW YORK 3. 14-1748750  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. DECEMBER - 1991 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. JANUARY - 1992  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. ROUTE 23 HOI BOX 65  
ACRA NY 12405-9712  
(Current mailing address)
8. Gallery  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: SHADES OF LIGHT GALLERY, Inc. P9566621382  
Office Address: 613 E. LAS OLAS BLVD  
FT LAUDERDALE, Florida, 33301  
(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: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_  
\_\_\_\_\_

B. OFFICERS

President: ULLA DARNI

Address: R.T. 23 Box 65

Acia n.y. 12405

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. \_\_\_\_\_

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

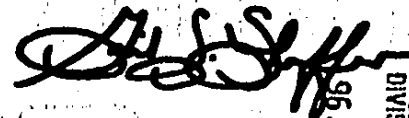
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**State of New York** | ss:  
**Department of State**

I hereby certify, that the certificate of incorporation of ULLA DARNI GALLERIES, INC. was filed 12/19/1991, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

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Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 18th day of April  
one thousand nine hundred and  
ninety-four.



Secretary of State

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