

**E96000004065**

1201 HAYS STREET  
TALLAHASSEE, FL 32301-5607  
904-224-0071  
01-22-0000 TAX

800-342-8086

**CSC networks**

PROVIDER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 044971 4301184

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 70.00

ORDER DATE : August 6, 1996

ORDER TIME : 12:26 PM

ORDER NO. : 044971

CUSTOMER NO: 4301184

CUSTOMER: Richard M. Rosier, Esq  
Kane Kessler, P.C.  
1350 Avenue Of The Americas  
26th Floor  
New York, NY 10019

400 HULL STREET

*LC 8/8/96*

FOREIGN FILINGS

NAME: ANN SUMMERS USA, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG -8 PM 2:53

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

RECEIVED  
96 AUG -8 PM 2:04  
DIVISION OF CORPORATION

**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. Ann Summers 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. 65-0683691

(FEI number, if applicable)

4. July 18, 1996

(Date of Incorporation)

5. Perpetual

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

6. Upon qualification

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

7. 2501 Bristol Drive

West Palm Beach, Florida 33409

(Current mailing address)

To engage in any act or activity permitted by the laws of the State of Delaware for which corporations may be organized under the Business Corporation Act of the State of Florida, provided that the corporation is not to engage in any act or activity (Purpose(s) of corporation authorized in home state or country to be carried out in the state of activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105

Tallahassee

, Florida, 32301

(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.

Corporation Service Company

By: Vicki Schreiber, Asst. V.P.

(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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CLERK OF STATE  
CORPORATIONS  
8 PM 2:53

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: Jacqueline Gold

Address: Gadoline House, 2 Godstone Road, Whyteleafe, Surrey CR3 0EA, England

Vice Chairman: N/A

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

Director: David Gold

Address: Gadoline House, 2 Godstone Road, Whyteleafe, Surrey CR3 0EA, England

Director: Ralph Gold

Address: Gadoline House, 2 Godstone Road, Whyteleafe, Surrey CR3 0EA, England

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

President: Tina Gold

Address: 2501 Bristol Drive

West Palm Beach, Florida 33409

Vice President: \_\_\_\_\_

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

Secretary: Julie Harris

Address: Gadoline House, 2 Godstone Rd, Whyteleafe, Surrey CR3 0EA, England

Treasurer: P. G. Unadkat

Address: Gadoline House, 2 Godstone Road, Whyteleafe, Surrey CR3 0EA, England

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

13. Jacqueline Gold

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

14. Jacqueline Gold, Chairman

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
86 AUG - 8 AM 2:53

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ANN SUMMERS 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 NINETEENTH DAY OF JULY, A.D. 1996.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG -8 PM 2:53



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION

8033221

DATE

07-19-96

*Ann Summers USA Inc*  
F96000004065

Wednesday, October 09, 1996

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee  
Florida 32314

Dear Sirs

Ref F96000004065

I am writing to inform you of the business change of address with immediate effect.

Ann Summers USA Inc is now at:

1665 Brandywine Road

#4112 West Palm Beach

FL 33409

Telephone and Facsimile numbers remain the same.

Yours sincerely

*Tina Gold*

Tina Gold  
President

Ann Summers USA Inc  
1665 Brandywine Road #4112  
West Palm Beach  
FL 33409  
USA  
Tel (561) 471 8834  
Fax (561) 471 7957  
E-mail usa@annsummers.com