

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-9171 FAX

800-342-8086

F96000006540

ACCOUNT NO. : 072100000032

REFERENCE : 183581 127066A

AUTHORIZATION

COST LIMIT : \$ 70.00

Patricia Payne

ORDER DATE : December 11, 1996

ORDER TIME : 1:48 PM

ORDER NO. : 183581-005

CUSTOMER NO: 127066A

100002029171--1

CUSTOMER: Ms. Georgia North
Ms. Georgia North
Building 202
504 N.w. 77th Street
Boca Raton, FL 33487

FOREIGN FILINGS

NAME: GR COLLEZIONI, INC.

FILED
96DEC 13 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. GR COLLEZIONI, 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. Applied For

(FEI number, if applicable)

4. 11/18/96

(Date of incorporation)

5. Perpetual

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

6. New Approval

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.150, F.S.))

7. 504 NW 77th St

BOCA RATON, FL 33487

(Current mailing address)

8. Wholesaler/Distributor

(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:

Name: BROSPER ABITBOL

Office Address: 504 N.W. 77th Street

BOCA RATON

, Florida, 33487

(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.

By: 

(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Prosper Abitbol

Address: 504 NW 77TH ST
BOCA RATON, FL 33487

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Cecile Revah

Address: 504 NW 77TH ST
BOCA RATON FL 33487

Vice President: GABRIEL REVAH

Address: 504 NW 77TH ST
BOCA RATON, FL 33487

Secretary: Cecile Revah

Address: _____

Treasurer: Prosper Abitbol

Address: 504 NW 77TH ST
BOCA RATON, FL 33487

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.)

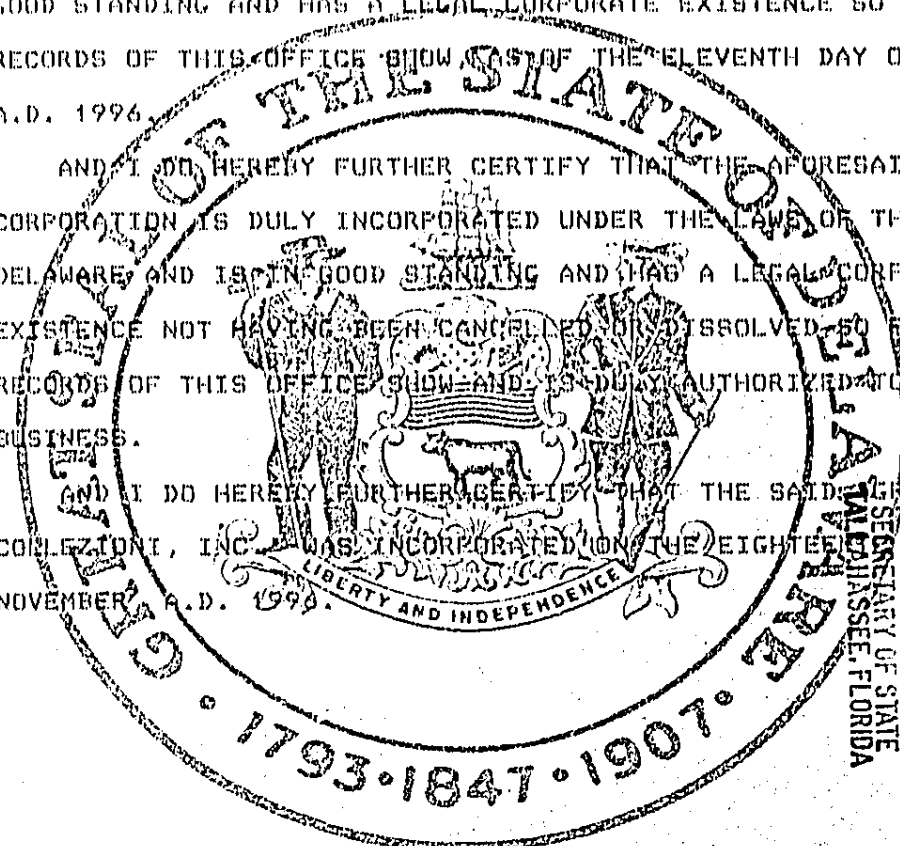
14. Prosper Abitbol
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GR COLLEZIONI, 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 ELEVENTH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID GR COLLEZIONI, INC. WAS INCORPORATED ON THE EIGHTEEN NOVEMBER, A.D. 1990.



OF
 FILED
 96 DEC 13 PM 3:37
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA



2685113 8300

960363811

Edward J. Freel

Edward J. Freel, Secretary of State

8234341

AUTHENTICATION:

DATE:

12-11-96



TAX UNITED STATES
CORPORATION
COMPANY

F96000006540

ACCOUNT NO. : 072100000032

REFERENCE : 459822 127066A

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizit

ORDER DATE : July 11, 1997

ORDER TIME : 9:39 AM

ORDER NO. : 459822-015

900002245149--7

CUSTOMER NO: 127066A

CUSTOMER: Ms. Georgia North
Ms. Georgia North
Building 202
504 N.w. 77th Street
Boca Raton, FL 33487

FOREIGN FILINGS

NAME: GR COLLEZIONI, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNER

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 JUL 23 PM 1:19

FILED

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

DIVISION OF CORPORATIONS

97 JUL 23 AM 11:36

RECEIVED

1/23
For
name
change

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**
(Pursuant to s. 607.1504, F.S.)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2000

(1-3 must be completed)

1. CR COLLEZIONI, INC. STATE
FLORIDA
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 1:19
Incorporated under the laws of
3. DECEMBER 13, 1996
Date authorized to do business in Florida

(4-7 complete only the applicable changes)

- 4.** If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 11, 1997
- 5.** BUGATCHI UOMO APPAREL, INC.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
- 6.** If the amendment changes the period of duration, indicate new period of duration.

New Duration
- 7.** If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

Signature
CECILE REVAH
Typed or printed name

June 30, 1997

Date _____
President/CeO _____

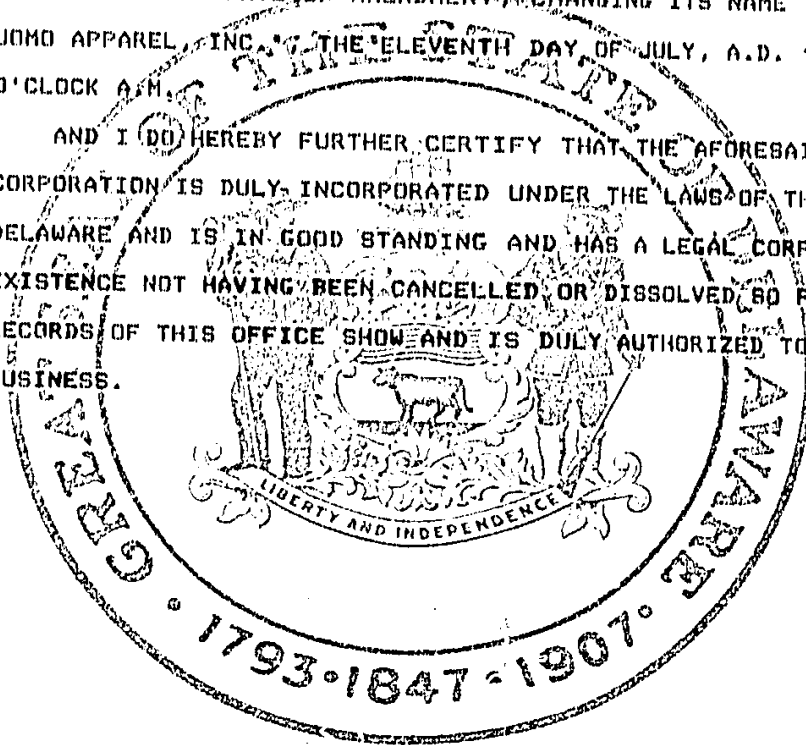
Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "GR COLLEZIONI, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DUGATCHI UOMO APPAREL, INC." THE ELEVENTH DAY OF JULY, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2685113 8320

DATE:

8568792

971242161

97-22-97