

98000002203

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Dream Model Productions, Inc
(Name of corporation - must include suffix)

Dear Sir or Madam:

700002483437--9

-04/09/98--01010--004

*****78.75 *****78.75

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:

Ava Electris Connie
(Name of Person)

DREAM Model Productions, INC.
(Firm/Company)

12959 Hunt Club Rd N.
(Address)

Jax FL 32224
(City/State/Zip)

W98-7968

p9 594

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

Ava Electris Connie at (904) 223-1630
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 APR 20 AM 9:26

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 9, 1998

AVA ELECTRIS CANNIE
DREAM MODEL PRODUCTIONS, INC.
12959 HUNT CLUB RD. N.
JACKSONVILLE, FL 32224

SUBJECT: DREAM MODEL PRODUCTIONS, INC.
Ref. Number: W98000007968

We have received your document for DREAM MODEL PRODUCTIONS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 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 entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1,150.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 098A00018906

AFFIDAVIT

I Ava Electris Cannie do hereby swear and affirm that pursuant to section 607.1501 or 617.1501 the first event or transaction of business by Dream Model Productions, Inc. will not take place until Aug. 6, 1998. The question asking when did Dream Model Productions, Inc. start transacting business applies to the efforts as of November 1997 to organize and set-up, which is work and expenses without profit. Therefore, in compliance with section 607.1501 or 617.1501 Dream Model Productions, Inc. did not start business in Nov. 1997, so the question was misunderstood and therefore answered erroneously. Dream Model Productions, Inc. hopes to start officially August 6, 1998.

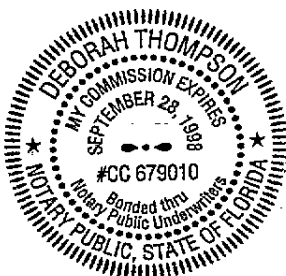
I swear by affixing my signature below on this 15th day of April 1998 that all of the foregoing is true.

Ava Electris Cannie
signature of affiant

April 15/98
date

Deborah Thompson
signature of notary public

4/15/98
date



FILED
98 APR 20 AM 9:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Dream Model Productions, 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. 59-3477377

(FEI number, if applicable)

4. OCT 20 1997

(Date of incorporation)

5. Not Determined

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

6. NOV 1 1997

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

7. 12959 Hunt Club Rd. - N.

also PO Box 19864 Jax FL 32245

Jax FL 32224

(Current mailing address)

1313 N. Market St

Wilmington, DE 19801-1151

8. Expanding - Bringing Fashion & Beauty To Jax
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name:

Ava Electris Cammie

Office Address:

12959 Hunt Club Rd N.

Jax FL

, Florida,

32224
(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.

Ava Electris Cammie
(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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box **NOT** acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA

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

President: Ava Electris Connie

Address: 12959 Hunt Club Rd N. Jax FL 32224

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)

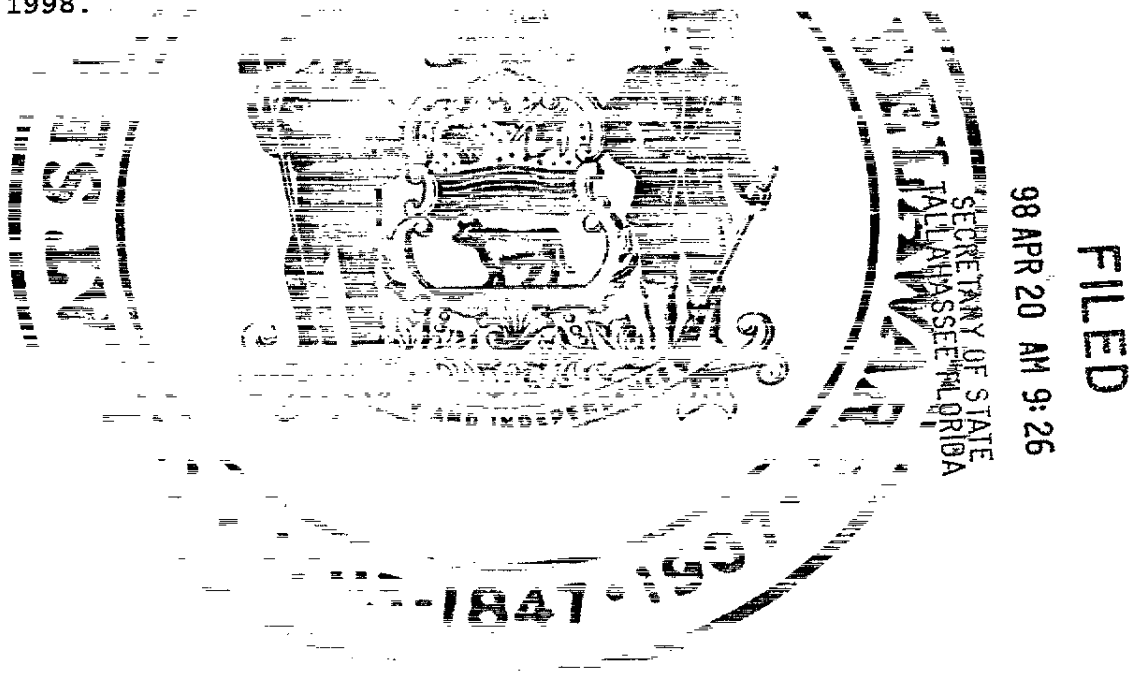
14. _____

Ava Electris Connie President
(Typed or printed name and capacity of person signing application)

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 "DREAM MODEL PRODUCTIONS, 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 SECOND DAY OF APRIL, A.D. 1998.



FILED

98 APR 20 AM 9:26



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

2807749 8300

DATE: 9007602

981119125

04-02-98