

F98000003789

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Keystone Jewelry, 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:

800002542748--7
-06/01/98--01113--003
***131.25 ***131.25

W 98-12474

Scott Rosen, Esquire

(Name of Person)

Law Offices of Scott Rosen

(Firm/Company)

21 S.E. 1st Avenue, #870

(Address)

Miami, FL 33131

(City/State/Zip)

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

Scott Rosen, Esquire at (305) 358-0038
(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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

mtb
7/2



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 1, 1998

SCOTT ROSEN, ESQ.
LAW OFFICES OF SCOTT ROSEN
21 S.E. 1ST AVENUE, #870
MIAMI, FL 33131

SUBJECT: KEYSTONE JEWELRY, INC.
Ref. Number: W98000012474

We have received your document for KEYSTONE JEWELRY, INC. and your check(s) totaling \$131.25. 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 \$4715.00.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 698A00030728

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AFFIDAVIT

STATE OF New York)
) SS:
COUNTY OF New York)

Before me personally appeared, **ADAM SEEGAN**, who being first duly sworn, deposes and says as follows:

1. That Affiant has personal knowledge of the facts contained in this Affidavit.

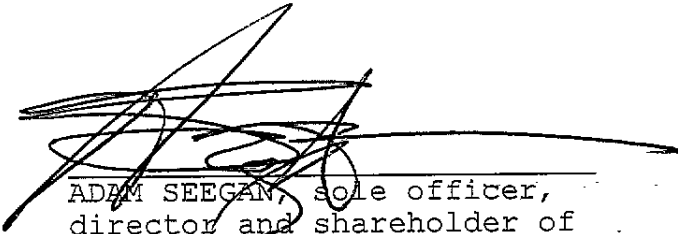
2. That Affiant is the sole officer, director and shareholder of KEYSTONE JEWELRY, INC., a Georgia corporation seeking authority to transact business in the State of Florida.

3. That erroneous information regarding the date KEYSTONE JEWELRY, INC. first transacted business in the State of Florida was placed in the Application by Foreign Corporation for Authorization to Transact Business in Florida in response to Question 6 of said Application, wherein the date listed was "12/23/94."

4. That I am familiar with Section 607.1501, Florida Statutes, and that the activities of KEYSTONE JEWELRY, INC. which took place in the State of Florida from the period 12/23/94 forward did not constitute transacting business within the meaning of Subsection (1) of said statute.

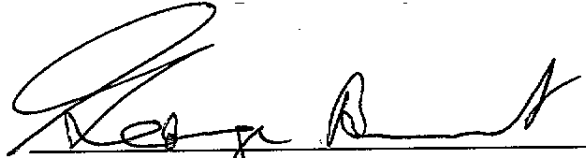
5. That KEYSTONE JEWELRY, INC. wishes to obtain authorization to transact business in the State of Florida pursuant to Chapter 607, Florida Statutes for the current calendar year, 1998, and beyond.

FURTHER AFFIANT SAYETH NOT.


ADAM SEEGAN, sole officer,
director and shareholder of
KEYSTONE JEWELRY, INC.

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SWORN TO AND SUBSCRIBED before me this 25th day of June, 1998, by ADAM SEEGAN, who is personally known to me or who produced FL PL # S250-00061147-0 as identification.


NOTARY PUBLIC

GEORGE BRANDT
Notary Public, State of New York
No. 30-5425390
Qualified in Nassau County
Term Expires July 31, 1998

Printed name

My Commission Expires:

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DIVISION OF RECORDS
98 JUL -2 AM 11:31

**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. Keystone Jewelry, 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. Georgia

(State or country under the law of which it is incorporated)

3. 58-2101286

(FEI number, if applicable)

4. 3/30/94

(Date of incorporation)

5. PERPETUAL

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

6. 12/23/94

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

7. 1000 E. Island Boulevard, #1404

Miami, FL 33160

(Current mailing address)

8. buying & selling jewelry + for engaging in any lawful purpose

(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: Scott Rosen, Esquire

Office Address: 21 S.E. 1st Ave., #870

Miami, Florida, 33131

(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

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: Adam Seegan

Address: 1000 E. Island Blvd., #1404, Miami, FL 33160

Vice Chairman: Adam Seegan

Address: Same as above

Director: Adam Seegan

Address: Same as above

Director:

Address:

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

President: Adam Seegan

Address: 1000 E. Island Blvd., #1404, Miami, FL 33160

Vice President: Adam Seegan

Address: Same as above

Secretary: Adam Seegan

Address: Same as above

Treasurer: Adam Seegan

Address: Same as above

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. Adam Seegan - C/VC/O

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

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DIVISION OF CORPORATIONS
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Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981070160
CONTROL NUMBER : 9407955
DATE INC/AUTH/FILED: 03/30/1994
JURISDICTION : GEORGIA
PRINT DATE : 04/17/1998
FORM NUMBER : 211

KEITH POOLE
1432 HERITAGE GLEN DRIVE
MARIETTA GA 30068

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

KEYSTONE JEWELRY, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE



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