

F980000004295



ACCOUNT NO. : 072100000032

REFERENCE : 905004 4300567

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Piguet

ORDER DATE : July 27, 1998

ORDER TIME : 11:27 AM

ORDER NO. : 905004-005

800002600558--8

CUSTOMER NO: 4300567

CUSTOMER: George Gowen, Esq
Dunnington, Bartholow & Miller
666 Third Avenue

New York, NY 10017

FOREIGN FILINGS

NAME: ALCALAGRES (USA), INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
98 JUL 28 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 JUL 28 PM 12:18
DIVISION OF CORPORATION

9/27/28/98

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. Alcalagres (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. 22-3079813

(FEI number, if applicable)

4. January 15, 1991

(Date of Incorporation)

5. perpetual

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

6. Anticipates commencing business on or about 8/15/98

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

7. Corporation Trust Company

1209 Orange Street, Wilmington, DE 19801

(Current mailing address)

8. Import and sell tile products

(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: (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

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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98 JUL 8 12:44
NOT
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: Fernando Vidal

Address: 28815 Camarma de Esteruelas
Madrid, Spain

Director: Fernando Tarano

Address: 28815 Camarma de Esteruelas
Madrid, Spain

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TALLAHASSEE, FLORIDA

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

President: Fernando Vidal

Address: 28815 Camarma de Esteruelas
Madrid, Spain

Vice President: Fernando Tarano

Secretary & Treasurer
Address: 28815 Camarma de Esteruelas
Madrid, Spain

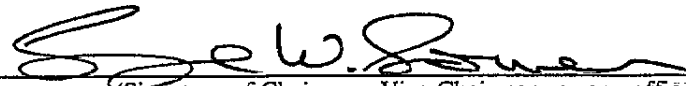
Asst. Secretary: George W. Gowen

& Asst. Treasurer
Address: 666 Third Avenue, 27th Floor
New York, NY 10017

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. George W. Gowen, Assistant Secretary and Assistant Treasurer
(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 "ALCALAGRES (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 TWENTY-SEVENTH DAY OF JULY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
98 JUL 28 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9218241
07-27-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: