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C T Corporation System		
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CR2E031 (1-89)

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.	Party Concepts, 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.	Wisconsin (State or country under the law of which it is incorporated) (FEI number, if applicable)
4.	August 14, 1998 5. Perpetual
	(Date of incorporation) (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 817.156, F.S.))
7.	4455 West Lawrence Street, PO Box 2789, Appleton, Wisconsin 54914 7
	(Current mailing address)
8.	See attached purpose clause (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: C T Corporation System
	Office Address: Island Road
	Plantation , Florida, 33324 (Zip Code)
	D. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

(Registered agent's signature) (Officer)

(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

- 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:

A.	DIRECTORS		
	Chairman:	·	,
	Address:		· <u>-</u>
	vice Chairman:		
	Address:		
	Director: _{See at}	ttached list of directors	
	Address:		
	Director:		100
	Address:		SEP TI
		<u>, , , , , , , , , , , , , , , , , , , </u>	TED TO
В	OFFICERS	Marie Company of the State of t	当ら
	President: _{See a}	attached list of officers	1: 37 FLORI
			D.C.
	Vice President:		
			• 1
		1.	
	Secretary:		
	Address:		

Heasulei	•				
Address:		-			
NOTE: If necessary, y and/or directors.	ou may attach	an addendum to th	ne application lis	ting additional o	officers
13. (Signature of Chairn application)	TU nan, Vice Chairi	man, or any officer	listed in number	r 12 of the	
14. William Heeter, Proceedings (Typed or printed na		ity of person signin	a application)		

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SECRETARY OF STATE
TALLAMASSEE FLORIDA

Application by Fgn. Corp. for Authorization to Transact Business in Florida

Purpose Clause of Party Concepts, Inc.

Operation of a specialty store chain selling national brand gift wrap, paper and plastic tableware, greeting cards, balloons, all occasion and seasonal decorations, and other novelty items at less than the manufacturer's suggested retail prices.



Application by Fgn. Corp. for Authorization to Transact Business in Florida

Directors of Party Concepts, Inc.

- John D. Clark
 667 Madison Avenue, 21st Floor
 New York, New York 10021
- William Heeter 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- 3. Allan Karp 667 Madison Avenue, 21st Floor New York, New York 10021
- 4. Conor Bastable 667 Madison Avenue, 21st Floor New York, New York 10021
- 5. Peter M. Sommerhauser
 780 North Water Street
 Milwaukee, Wisconsin 53202



Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of Party Concepts, Inc.

- John D. Clark, Chairman
 667 Madison Avenue, 21st Floor
 New York, New York 10021
- William Heeter, President
 4455 West Lawrence Street, PO Box 2789
 Appleton, Wisconsin 54914
- 3. Richard S. Lamberg, Executive Vice President 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- Clayton L. Schaefer, Vice President Merchandising 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- William P. Weinberg, Vice President Operations 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- Steven L. Rose, Vice President Retail Development 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- 7. Steven G. Veldhorst, Secretary/Treasurer 4455 West Lawrence Street, PO Box 2789 Appleton, Wisconsin 54914
- Mark T. Ehrmann, Assistant Secretary 780 North Water Street Milwaukee, Wisconsin 53202

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SEPREMASSEE FLORIBA

DFI/CCS/Corp Fm 31-C (7/96) - Printed on Recycled Paper -

United States of America

State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that

PARTY CONCEPTS, INC.

is a domestic corporation organized under the laws of the state and that its date of incorporation is AUGUST 14, 1998.

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I further certify that said corporation has not yet completed its initial report year and, accordingly, has not filed an annual report under sec. 180.1622, 180.1921, or 181.651 of the Wisconsin Statutes; and that said corporation has not filed articles of dissolution.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department on SEPTEMBER 14, 1998.

Richard L. Dean, Secretary
Department of Financial Institutions

BY: Patricia Webe

of Financial Millions