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105 58 Athens  
Greece  
Tel: (30) (1) 324-3272  
Fax: (30) (1) 322-9329

Office: New York November 12, 1998

**VIA U.S. CERTIFIED MAIL**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

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-11/23/98--01009--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00  
100002693171--G  
-11/23/98--01009--003  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Re: **Application for Authorization to Transact Business in Florida**

Dear Sir or Madam:

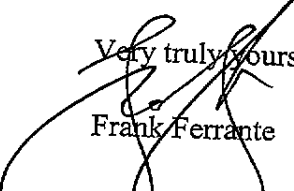
W98-26365

Please find enclosed an Application by Deroma U.S.A. Inc., for authorization to transact business in Florida. We respectfully request that the authorization be approved and recorded. Also, please send us a certified copy of the authorization for our records as soon as it is granted. Our address is as follows:

Dobson & Pinci  
342 Madison Avenue, Suite 1660  
New York, NY 10173  
Attn. Frank Ferrante, Esq.

We are enclosing two checks made payable to the Department of State (one for US\$70 to cover the application fee; one for US\$8.75 to cover the certified copy)

Thanking you in advance for your prompt attention to this matter.

Very truly yours,  
  
Frank Ferrante

Encls.

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FILED  
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 23, 1998

DOBSON & PINCI  
FRANK FERRANTE, ESQ.  
342 MADISON AVE., SUITE 1660  
NEW YORK, NY 10173

SUBJECT: DEROMA U.S.A., INC.  
Ref. Number: W98000026365

FILED  
98 DEC -14 PM 2:23  
TALLAHASSEE, FLORIDA

We have received your document for DEROMA U.S.A., INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A business entity may not serve as its own registered agent. Please designate an individual or another business entity with an active registration or filing with this office, having a Florida street address identical with that of the registered office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 398A00056068

# 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. Deroma U.S.A., 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. New York  
(State or country under the law of which it is incorporated)
3. 13-3669383  
(FEI number, if applicable)
4. 5/26/1992  
(Date of Incorporation)
5. Perpetual  
(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 817.155, F.S.))
7. 8860 N.W. 15th Street, Miami, FL 33172
8. (Current mailing address)  
Manufacture, buy, sell, import and export and deal in the commercialization of terracotta pots and any activity related thereto  
(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 NOT acceptable)  
Name: Mr. Stefano Cavinato  
Office Address: 8860, N.W. 15th Street  
MIAMI, Florida, 33172  
(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: Deroma U.S.A., Inc.  
(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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CLERK OF THE COURT  
JUDICIAL CIRCUIT IN AND FOR  
MIAMI, 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: Valentino Ciscato

Address: Via Pasubio 17

36034 Malo (Vi) - Italy

Vice Chairman: Franco Masello

Address: Via Pasubio 17

36034 Malo (Vi) - Italy

Director: Stefano Cavinato

Address: 245, Fifth Avenue

New York - N.Y. 10016

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: Stefano Cavinato

Address: 245, Fifth Avenue

New York - N.Y. 10016

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: Hector Martinez

Address: 245, Fifth Avenue

New York - NY. 10016

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. STEFANO CAVINATO, PRESIDENT

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

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TALLAHASSEE, FLORIDA

**State of New York**  
**Department of State** | **ss:**

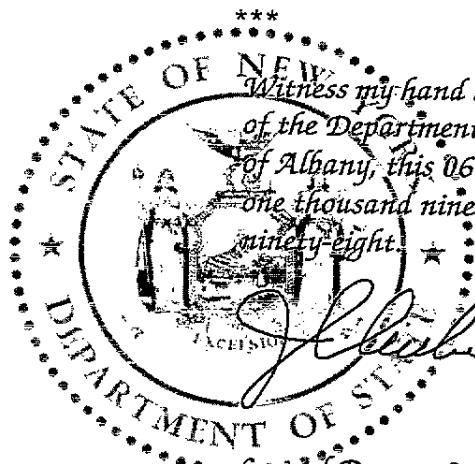
I hereby certify, that the certificate of incorporation of DEROMA USA, INC. was filed on 05/28/1992, with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Biennial Statement was filed 10/17/1994.

A Biennial Statement was filed 06/04/1996.

A Biennial Statement was filed 04/30/1998.

I further certify, that no other certificates have been filed by such corporation.

\*\*\*  
Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 06th day of November  
one thousand nine hundred and  
ninety-eight.  
  
Special Deputy Secretary of State

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