

F99000000167

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: ZUSE INCORPORATED

(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:

DEWITT P ZUSE III

(Name of Person)

500002736655--3

01/11/99-01039-014

*****87.50 *****87.50

ZUSE INCORPORATED

(Firm/Company)

727 BOSTON POST ROAD

(Address)

GUILFORD, CT 06437

(City/State/Zip)

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

DEWITT ZUSE

(Name of Person)

at (203) 458-3295

(Area Code & Daytime Telephone Number)

99 JAN 11 PM 2:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STREET 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

mtu
1/11

Enclosed is a check for the following amount:

\$70.00 Filing Fee

\$78.75 Filing Fee &
Certificate of Status

\$78.75 Filing Fee &
Certified Copy

\$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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. ZUSE INCORPORATED

(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. CONNECTICUT, USA 3. FEDERAL ID
06-1423374
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. MAY 1, 1995 5. NA perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. WOULD LIKE TO START JANUARY 15, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 727 BOSTON POST ROAD
GUILFORD, CT 06437
(Current mailing address)

8. TO RETAIL SELL CLOTHING
(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: Bob MEAGHER

Office Address: Super Sui Makers

503 N. Andrews Ave, Florida, _____
Ft Lauderdale FL (Zip code)
33301

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.

B Meagher
(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.

SEE ATTACHED

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: _____

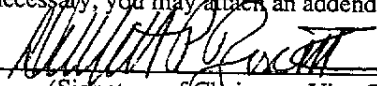
Director: _____
Address: _____

Director: _____
Address: _____

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

President: TEDMAN M ZUSE
Address: 72 BROAD STREET
GUILFORD, CT 06437
Vice President: NA
Address: _____
Secretary: DEWITT P ZUSE III
Address: 220 RESERVOIR STREET
KILLINGWORTH, CT 06419
Treasurer: NA
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. DEWITT P ZUSE III SEC. OF CORP.
(Typed or printed name and capacity of person signing application)

Office of the Secretary of the State of Connecticut

I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

ZUSE, INC.

a STOCK corporation under the Connecticut General Statutes was filed
in this office on May 1, 1995.

Insofar as the records of this office reveal, the corporation is in
existence.



Secretary of the State

Date Issued: January 7, 1999