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ACCOUNT NO. : 072100000032

REFERENCE : 182904 160834A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 25, 1999

ORDER TIME : 1:09 PM

ORDER NO. : 182904-005

CUSTOMER NO: 160834A

CUSTOMER: Ms. Jamie L. Fuller
Culp Elliot And Carpenter
Suite 1500
227 West Trade Street
Charlotte, NC 28202

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-03/26/99--01001--008
*****78.75 *****78.75

FOREIGN FILINGS

NAME: BOGGS & COMPANY (1998), INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

DIVISION OF CORPORATION

99 MAR 25 PM 3:09

07 18058

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SECRETARY OF STATE
DIVISION OF CORPORATION
99 MAR 25 PM 3:49

90 3/25

**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. Boggs & Company (1998), 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. North Carolina
(State or country under the law of which it is incorporated)

3. Applied for
(FBI number, if applicable)

4. November 25, 1998
(Date of incorporation)

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

6. March 3, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3931 Glenwood Drive
Charlotte, NC 28230
(Current mailing address)

8. Dry cleaning equipment, service and supply
(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)

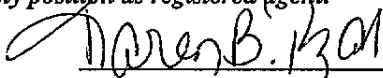
Name: Corporation Service Company

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.



Karen B. Rozar, Asst. Sec.
Corporation Service Company
(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Brett Walker

Address: 1177 West Hastings Street, Suite 1910

Vancouver, BC V6E 2K3

Director: _____

Address: _____

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

President: Jay C. Shinn

Address: 3931 Glenwood Drive

Charlotte, NC 28230

Vice President: James Hynoski

Address: 3931 Glenwood Drive

Charlotte, NC 28230

Secretary: Valerie Moschetti

Address: 1177 West Hastings Street, Suite 1910

Vancouver, BC V6E 2K3

Vice President

and Treasurer: Brett Walker

Address: 1177 West Hastings Street, Suite 1910

Vancouver, BC V6E 2K3

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. Jay C. Shinn, President

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

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STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

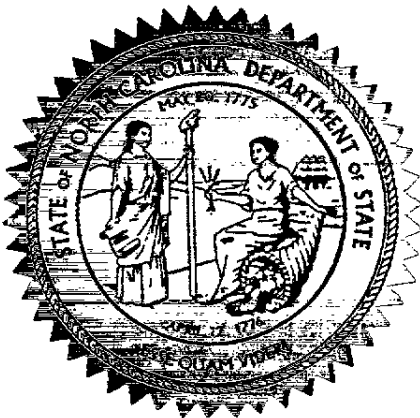
I, **ELAINE F. MARSHALL**, *Secretary of State of the State of North Carolina*, do hereby certify that

BOGGS & COMPANY (1998), INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 25th day of November, 1998, with its period of duration being perpetual.

I **FURTHER** certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 18th day of March, 1999.



Elaine F. Marshall

Secretary of State

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