

F99000003685

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Galaxy Tea Corp.
(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:

A.J. Neiman
(Name of Person)
Galaxy Tea Corp.
(Firm/Company)
13571 Larwin Circle
(Address)
Santa Fe Springs, Ca - 90670
(City/State/Zip)

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

A.J. Neiman at (800) 487-1648
(Name of Person) (Area Code & Daytime Telephone Number)

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-06/01/99--01117--026
*****78.75 *****78.75

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

W99-12801

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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 2, 1999

A.J. NEIMAN
GALAXY TEA CORP
13571 LARWIN CIRCLE
SANTA FE SPRINGS, CA 90670

SUBJECT: GALAXY TEA CORP.
Ref. Number: W99000012801

We have received your document for GALAXY TEA CORP. 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 certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 399A00030012

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DIVISION OF CORPORATIONS

Attn: Michael Meys

4 Pages total

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned A.J. NEIMAN, do hereby certify
(Name)

that this Resolution of the Board of Directors of Galaxy Tea Corp
(Corporate Name)

a corporation duly organized and existing under the laws of the State of California.

was duly adopted on July 19, 19 99.

Be it resolved, that Galaxy Tea Corp.
(Corporate Name)

organized and existing in the State of California, hereby adopts the name

Galaxy Tea Corp. DBA Shangri-la of Miami INC. for use in Florida.

Dated: 7-19-99


Signature of either Chairman, Vice Chairman or any officer

A. J. NEIMAN
Type or print name

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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. Galaxy Tea Corp.
(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. California 3. 95-4349151
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 25, 1991 5. perpetual
(Date of incorporation) (Duration. Year corp. will cease to exist or "perpetual")

6. will begin July 1, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. Galaxy Tea Corp.
13571 Larwin Circle Santa Fe Springs Ca. 90670
(Current mailing address)

8. Sales of Iced Tea
(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: Gary Simon

Office Address: 3625 N. Country Club Dr. # 910
Aventura, Florida, 33180
(Zip code)

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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.

[Signature]
(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)

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

Chairman: Nino Neiman

Address: 14120 Honeysuckle Lane
Whittier Ca. 90604

Vice Chairman: A.T. Neiman

Address: 14120 Honeysuckle Lane
Whittier Ca. 90604

Director: Bruce Mahin

Address: 23929 W. Valencia Blvd. Suite 411
Valencia Ca. 91355-2109

Director: _____

Address: _____

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

President: A.J. Neiman

Address: 14120 Honeysuckle Lane
Whittier Ca. 90604

Vice President: Ron Wise

Address: 12-114 Kalbar
NORWALK Ca. 90650

Secretary: Stephanie M. Mouse

Address: 12095 Sierra Pass Way
Hacienda Hts. Ca. 91745

Treasurer: Nino Neiman

Address: 14120 Honeysuckle Lane
Whittier Ca. 90604

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. A.J. NEIMAN, PRESIDENT
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 25th day of July, 19 91,

GALAXY TEA CORP.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

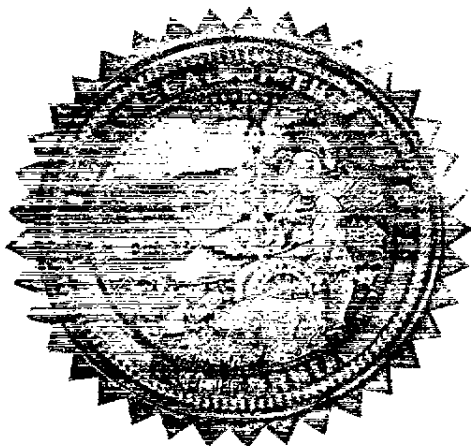
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

June 7, 1999



Bill Jones

Secretary of State

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