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F99000004531

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

400002975724--8

-09/01/99--01045--005

*****8.75 *****8.75

400002975724--8

-09/01/99--01045--004

*****70.00 *****70.00

Dino Industrial, Inc.

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| <input type="checkbox"/> NonProfit | | |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> LLC | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other ucc Filing |
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FL019 - CT System Online }

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:

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1. Duro Industries, 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. Massachusetts 3. 04-2898164
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 12/27/85 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 1, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. _____
- 110 Chase Street, Fall River, Massachusetts 02724
(Current mailing address)
8. See Exhibit B attached hereto
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

Connie Bryan CONNIE BRYAN
(Registered agent's signature) SPECIAL ASSISTANT SECRETARY

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)

* See Exhibit A attached hereto

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

* See Exhibit A attached hereto

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Benj Wale VP TREAS
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kevin J WALSH VP TREAS
(Typed or printed name and capacity of person signing application)

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EXHIBIT A

DURO INDUSTRIES, INC.

OFFICERS

President and CEO

Edward F. Ricci
210 Blackstone Boulevard
Providence, RI 02906

Senior Vice Presidents

Stanley Goldberg
199 Hope Street
Providence, RI 02906

Robert Fischer
286 Taber Avenue
Providence, RI 02906

Vice President

Louis E. D'Amico
110 Chace Street
Fall River, MA 02724

Vice President and Treasurer

Kevin Walsh
110 Chace Street
Fall River, MA 02724

Vice President, COO and Clerk

David L. Canedo
Carlisle Enterprises, LLC
7777 Fay Avenue #200
La Jolla, CA 92037

Assistant Clerk

Matthew T. Marcello, III
1500 Fleet Center
Providence, RI 02903

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DIRECTORS

Edward F. Ricci
Duro Industires, Inc.
110 Chace Street
Fall River, MA 02724

David L. Canedo
Carlisle Enterprises, LLC
7777 Fay Avenue #200
La Jolla, CA 92037

John F. Megrue
Saunders Karp & Megrue
667 Madison Avenue
21st Floor
New York, NY 10021

John D. Clark
Saunders Karp & Megrue
667 Madison Avenue
21st Floor
New York, NY 10021

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EXHIBIT B

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To process, finish, manufacture, buy, sell and otherwise deal in any and all textile and fabric products and materials.

To carry on any manufacturing, mercantile, selling, management, service or other business, operation or activity which may be lawfully carried on by a corporation organized under the laws of the State of Florida, whether or not related to those referred to in the foregoing paragraph.



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

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August 30, 1999

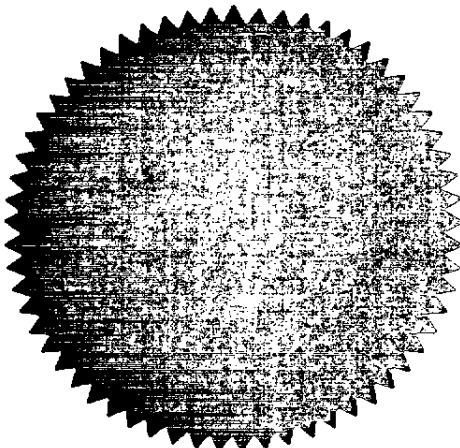
To Whom It May Concern :

I hereby certify that,

DURO INDUSTRIES, INC.

appears by records of this office to have been incorporated under the General Laws of this Commonwealth on **December 27, 1985**.

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

* MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.

