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PHILIP F. KEIDAISH, JR.

ATTORNEY AND COUNSELOR AT LAW

505 WEKIVA SPRINGS ROAD
SUITE 800
LONGWOOD, FLORIDA 32779

TELEPHONE (407) 682-7711
FAX (407) 682-4010

July 27, 1999

Qualifications/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

700002947707--5
-08/02/99--01116--015
*****70.00 *****70.00

Re: Troika Design, Inc.

Dear Divisions of Corporations:

Enclose please find the following enclosed documents:

1. Transmittal Letter
2. Application by Foreign Corporation for Authorization to Transact Business in Florida
3. An original Certificate of Existence from the State of New York
4. Our firm's check in the amount of \$70.00 for registration fee

Please acknowledge receipt of this letter by stamping a copy of it and returning it in the enclosed self-addressed envelope. Should you have any questions, please contact the undersigned.

Very truly yours,

Philip F. Keidaish, Jr.

Philip F. Keidaish, Jr.

W99-18349

PFK:cvs

Enclosure

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 9, 1999

PHILIP F. KEIDAISH, JR.
505 WEKIVA SPRINGS ROAD
SUITE 800
LONGWOOD, FL 32779

SUBJECT: TROIKA DESIGN, INC.
Ref. Number: W99000018349

We have received your document for TROIKA DESIGN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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: 499A00040050

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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Troika Design, Inc.
(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:

Jose Copin

(Name of Person)

Troike Design, Inc.

(Firm/Company)

1991 Corporate Square, Unit 167

(Address)

Longwood, Florida 32750

(City/State/Zip)

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

Jose Copin

(Name of Person)

at (407) 830-8885

(Area Code & Daytime Telephone Number)

COURIER 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

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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. Troika Design, 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 3. 11 3288656
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 21, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. July 19, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 51 Trade Zone Court
Ronkonkoma, New York 11779
(Current mailing address)
8. Wholesale Distributor
(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: Philip F. Keidaish, Jr.
Office Address: 505 Wekiva Springs Road, Suite 800
Longwood, Florida, 32779
(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.

Philip Kardas Jr.
(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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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: Livdger BoellAddress: Zum Drahtzug 5
Nister, Germany 57645

Vice Chairman: _____

Address: _____

Director: Jose CopinAddress: 1991 Corp. Sq Unit 167
Longwood, Ft. 32750

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: Jose CopinAddress: 1991 Corp. Sq. Unit 167
Longwood, Ft. 32750

Secretary: _____

Address: _____

Treasurer: _____

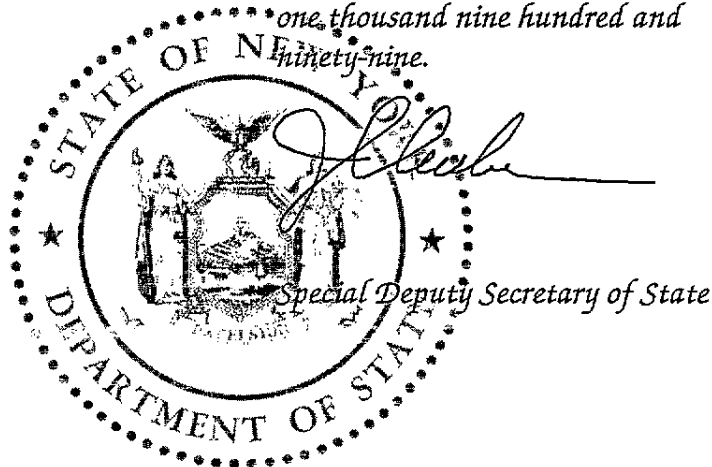
Address: _____

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. Jose Copin
(Typed or printed name and capacity of person signing application)FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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State of New York } ss:
Department of State

I hereby certify, that the certificate of incorporation of TROIKA DESIGN INC. was filed on 09/21/1995, 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.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of July
one thousand nine hundred and
ninety-nine.



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