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ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION

COST LIMIT : \$ 125.00

ORDER DATE: February 7, 2003

ORDER TIME : 2:18 PM

ORDER NO. : 923850-005

CUSTOMER NO: 7269909

CUSTOMER: Erin Joyce, Corp Paralegal

Gadsby Hannah Llp 225 Franklin Street

Boston, MA 02110

FOREIGN FILINGS

NAME: JBT LEGWEAR LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF PLORIDA: JBT Legwear LLC (Name of foreign limited liability company) 2 Delaware 3. applied for (Periodiction under the law of which foreign limited liability (PPI munber, if applicable) company is organized) 4. January 23, 2003 Perpetual (Duration: Year limited liability company will cease to exist or "perpetual") (Date of Organization) Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 1600 Northwest Boca Raton Blvd., Suite 17. Boca Raton, FL 33432 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here The name and usual business addresses of the managing members or managers are as follows: 1600 Northwest Boca Raton Blvd., Suite 17, Boca Raton, FL 33432 Berry Tartakin 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having craspdy of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the cartificate under eath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: To engage in that other apparel and to do all things necessary or business of women's hosiery and convenient thereto. meraber or an authorized representative of a member. economics with section 608.408(3), F.S., the execution of this document constitutes metion under the penalties of perjuty that the facts stated bearin are true.)

Typed or printed name of signor

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FURSUANT TO THE PROVISIONS OF SECTION 608.415 of 608.507, FLORIDA STAITUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| JBT Leg | pwear LLC | | |
|----------|--------------------------------|--|-------------|
| . The ra | me and the Florida street addr | ess of the registered agent and office are | |
| | Barry Tartakin | | |
| | | (Namo) | |
| | 1600 Northwest Box | ca Raton Sivd., Suite 17 | |
| | Florida stress | t modress (P.O. Box <u>NOT</u> acceptable) | |
| | Boca Raton, | FT. 33432 | |
| | | (City/State/Zip) | • |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment us registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Filing Fee for Application \$ 100.00

Designation of Registered Agent 25.00

30.00 Certified Copy (optional)

Certificate of Status (optional)

Delaware

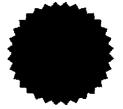
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JBT LEGWEAR LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JBT LEGWEAR LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Darriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 2248646

DATE: 02-07-03

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