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A CAL ARRY OF SIMILAR FLORIDA

#### **CT** CORPORATION

February 20, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re: Order #: 5791873 SO

Customer Reference 1: n/a Customer Reference 2: n/a

Dear Secretary of State, Florida:

Please file the attached:

Monsac International, LLC (DE)
Registration
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell
Fulfillment Specialist
Ashley\_Mitchell@cch-lis.com

U3 FEB 20 PM 1:47

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615 CT CORP

Wednesday 18 of Feb 2003, Echo Design Group

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

. IN COMPLIANCE WITH SECTION (IKS)3, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 MONSAC INTERNATIONAL, LLC. (Name of foreign limited liability company) 2. DELAWARE 3. 06-1593558 ( I'll number, if applicable) Durisdiction under the law of which foreign limited liability company is organized) 4, 10/19/00 PERPETUAL (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") FEBRUARY 18, 2003 (Dute first transacted business in Florida, (See sections 608.501, 608.502, and 817.155, F.S.) 7 1050 VALLEY BROOK ROAD, LYNDHURST NJ 07071 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: CHARLES WILLIAMS, 10 EAST 40TH STREET, NEW YORK, NY 10016 STEVEN ROBERTS, 10 EAST 40TH STREET, NEW YORK, NY 10016 DOROTITY ROBERTS, 10 EAST 40TH STREET, NEW YORK, NY 10016 10. Attached is an original conficute of existence, no more than 90 days old, duly authenticated by the official having custody of records. 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 certificate under outs of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: 1 SALESPERSON THAT TRAVELS THE TERRITORY. VUR PRODUCTS ARE SMALL LEATHER GOODS/ACCESSORIES. Agnature of a member or an authorized representative of a member. (In accordance with section 608,408(1), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

CHARLES WILLIAMS

#### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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

I. The name of the I	imited Liability Company is:	
MONSAC INTERNATION	DNAL LLC	
2. The name and the	Florida street address of the registered agen	t and office are:
<u></u>	C T Corporation System	
	(Name)	
c/o C T Corporation System. 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)		
Plen	tation, FL 3332. (City/State/Zip)	4

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 as 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.

C T Corporation System

\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)

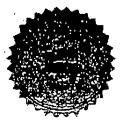
# Delaware

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### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONSAC INTERNATIONAL, 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 TWENTIETH DAY OF FEBRUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



Harriec Smith Windsor, Secretary of State

AUTHENTICATION: 2265320

DATE: 02-20-03

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