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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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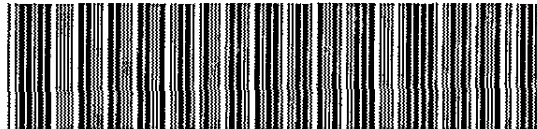
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN FEB 27 2004



ITS WORLDWIDE, LLC
142 west 36th street 2nd floor - New York, NY 10018
Tel: 212-268-7272 • Fax: 212-279-2807

February 13, 2004

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

To whom it May Concern:

In order to comply with the State of Florida's registration requirements I have enclosed the following:

- 1) Certificate of Good Standing
- 2) Application by Foreign LLC for Authorization to Transact Business in FL
- 3) Certificate of Designation of Registered Agent/Registered Office
- 4) \$160 check in payment of filing fee, designation of registered agent, certified copy & certificate of status

Respectfully yours,

George Alexander
C.F.O.



George A. Alexander
C.F.O.

ITS WORLDWIDE, LLC
142 west 36th street 2nd floor - New York, NY 10018
Tel: 212-279-6285 Ext 237 • Fax: 212-279-2807
E-mail: galexander@itsworld-wide.com

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

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1. ITS Worldwide LLC
(Name of foreign limited liability company)
2. New York State
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 13-4190970
(FEI number, if applicable)
4. 9/24/01
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 1/19/04
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 142 West 36th St., 2nd fl
New York, NY 10018
(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:

Marc Shuman
c/o ITS Worldwide LLC, 142 W 36th St. NY NY 10018
Maureen Le Pack
c/o ITS Worldwide LLC, 142 W 36th St. NY NY 10018

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody 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 certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Selling buttons
as a wholesaler

George Alexander, CFO
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
George Alexander
Typed or printed name of signee

**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.

1. The name of the Limited Liability Company is:

ITS Worldwide, LLC

2. The name and the Florida street address of the registered agent and office are:

Todd N. Rosenhaus

(Name)

4223 SW Mallard Creek Trail

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Palm City FL 34990-2519

(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 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.

Todd N. Rosenhaus
(Signature)

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

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State of New York } **ss:**
Department of State

I hereby certify, that ITS WORLDWIDE, LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 09/24/2001, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 03rd day of February
two thousand and four.*



Secretary of State

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