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MAY 1 0 2011

EXAMINER

FLORIDA RESEARCH & FILING SERVICES, INC. 1211 CIRCLE DRIVE TALLAHASSEE, FL 32301 PHONE (850)656-6446

OFFICE USE ONLY

WALK-IN

ENTITY NAME:

GUTZY GEAR LLC

CK# 5190 FOR \$125.00

PLEASE FILE THE ATTACHED QUALIFICATION & RETURN THE FOLLOWING:

CERTIFIED COPY

XXX STAMPED COPY

CERTIFICATE OF STATUS

Examiner's Initials

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 FLORIDA:

1. The name of the Foreign Limited Liability Company is:

GUTZY GEAR, LLC

- 2. The Jurisdiction under the law of which the foreign limited liability company is organized is Delaware.
- 3. The FEI Number is 26-2691170.
- 4. The date of organization is April 6, 2011.
- 5. The duration of the limited liability company shall be perpetual.
- 6. The limited liability company has not transacted business in Florida prior to registration.
- 7. The street address of the Principal Office of the limited liability company is:

3203 Harrington Drive Boca Raton, Florida 33496

- 8. The limited liability company is member-managed.
- 9. The name and usual business address of a Managing Member is:

Wendy Koolik 3203 Harrington Drive Boca Raton, Florida 33496

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.

11. The Nature of business or purposes to be conducted or promoted in Florida is to manufacture and sell children's backpacks.

Wendy Koolik, Managing Member

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.)

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 Foreign Limited Liability Company is:

GUTZY GEAR, LLC

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

Wendy Koolik 3203 Harrington Drive Boca Raton, Florida 33496

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, Florida Statutes.

Wendy Koolik, Registered Agent

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "GUTZY GEAR, 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 TENTH DAY OF MAY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GUTZY GEAR,"
LLC" WAS FORMED ON THE SIXTH DAY OF APRIL, A.D. 2011.

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

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Jeffrey W. Bullock, Secretary of State
AUTHENTYCATION: 8749324

DATE: 05-10-11

You may verify this certificate online at corp.delaware.gov/authver.shtml