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MARSH & HIGGINS, P.C. Law Offices —

Attorneys:
James F. Gray**
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**Oregon & Washington Bars

July 28, 1998

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -3 AM 11:28


RE: Application by National Garments LLC for Authorization to Transact Business
In Florida

Dear Registration Section:

I represent National Garments LLC, a Washington limited liability company, in the above-entitled matter. Enclosed herein please find the originals of the above-referenced application, together with an original certificate of existence from the State of Washington, affidavit of membership and contributions of foreign limited liability company, and certificate of designation of registered agent/registered office, together with a check in the sum of \$337.50 to cover the filing fee, designation of registered agent fee, and the certified copy fee.

Thank you for your immediate attention to this matter, and if you have any questions, please do not hesitate to call me.

Very truly yours,


MICHAEL P. HIGGINS

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-08/03/98--01124--005
*****337.50 *****337.50

Enclosures with check enclosure
cc: Claudia Dutro-Nelson

Name	MAH
Availability	MAH
Document	MAH
Examiner	MAH
Updater	MAH
Updater	MAH
Verifier	MAH
Acknowledgement	MAH
W. P. Verifier	MAH

075-844
M98-840

**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:

1. National Garments, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Washington
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 91-1752802
(FEI number, if applicable)
4. November 22, 1996
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. 7-28-98
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3403 NW 68th Court
Ft. Lauderdale, FL 33309
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Claudia Dutro-Nelson</u>	<u>Mgr.</u>	_____	_____
<u>9517 NE Oakview Drive</u>		_____	
<u>Vancouver, WA 98662</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

NATIONAL GARMENTS, LLC

I FURTHER CERTIFY that the records on file in this office show that the
above named limited liability company was formed under the laws of the
State of Washington and was issued a Certificate of Formation
in Washington on November 22, 1996.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution
have been filed, and that the limited liability company is duly authorized to
transact business in the limited liability company form in the State of Washington.



Date: June 29, 1998

Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

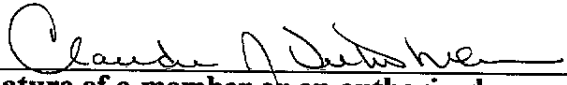
SMc
Ralph Munro, Secretary of State

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of National
Garments, LLC certifies:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$ 30,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 30,000.00.
(This total includes amounts from 2 and 3 above.)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Claudia Dutro-Nelson

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

**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:

National Garments, LLC

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

Stever Shinderman

(Name)

3403 N.W. 68th Court

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

Ft. Lauderdale, FL 33309

City/State/Zip

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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.

Stever Shinderman

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent