

F99000004203

TRANSMITTAL LETTER

To: Registration Section
Division of Corporations

SUBJECT: Action Embroidery Corp.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

000002926280--5
-07/08/99-01053-003
*****78.75 *****78.75

Steven Fine, P.A.
(Name of Person)

109 SE 9th St.
(Firm/Company)

Et. Land, FL 33316
(Address)

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

W99-16111

Steven Fine at 954-462-7787
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

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

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DIVISION OF CORPORATIONS

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

[AL]



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 13, 1999

STEVEN FINE, P.A.
109 SE 9TH ST.
FT. LAUDERDALE, FL 33316

SUBJECT: ACTION EMBROIDERY CORP.
Ref. Number: W99000016111

We have received your document for ACTION EMBROIDERY CORP. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 899A00036097

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Action Embroidery Corp.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. XXX California 3. 13-3355209
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6/3/86 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon approval
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. a. 1325 W. Brooks St., Ontario, Ca, 91762
(Principal office address)

b. 1325 W. Brooks St., Ontario, Ca, 91762
(Current mailing address)

8. embroidery
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Steven Fine

Office Address: 109 SE 9th St.

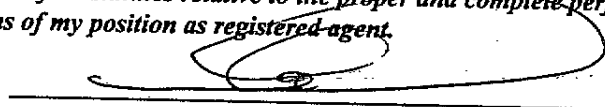
FT. Laud., XXXXXXXXX 33316

Florida
(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Ira Newman
Address: 817 N. Rutledge
Poacentia, CA, 92870

Vice Chairman: Ozzie Silna
Address: 23301 Palm Canyon Lane
Malibu, CA., 90265

Director: Steven Mendelow
Address: 440 Park Ave. S.
New York, N.Y., 10016

Director: _____
Address: _____

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B. OFFICERS

President: Ira Newman
Address: 817 N. Rutledge
Poacentia, CA 92870

Vice President: _____
Address: _____

Secretary: Ira Newman
Address: 817 N. Rutledge
Poacentia, CA, 92870

Treasurer: Steven Mendelow
Address: 440 Park Ave. S.
New York, N.Y. 10016

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Ira Newman*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ira J Newman
(Typed or printed name and capacity of person signing application)

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That on the 3rd day of June, 1986

ACTION EMBROIDERY CORP.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

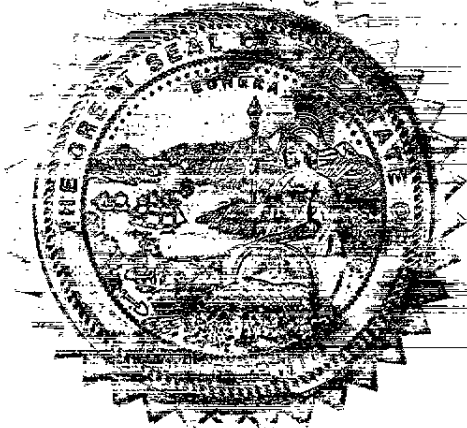
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of
August 2, 1999



Bill Jones

Secretary of State