

F 99000005860
Requester's Name

Address

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Illuminations.com, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 12 PM 2: 18

Walk in
 Mail out

Pick up time _____
 Will wait

Photocopy

Certified Copy
 Certificate of State

RECEIVED
99 NOV 12 AM 10: 22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****78.75 *****78.75

ME
11/12/99

Examiner's Initials

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. illuminations.com, inc.
(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. Delaware 3. /
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/15/97 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 10/29/99
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1995 South McDowell Blvd. Bldg #A
Petaluma, CA 94954
(Current mailing address)
8. Retailers and candles / related products
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: NRAI Services, Inc.

Office Address: 526 East Park Avenue

Tallahassee, Florida, 32301
(Zip code)

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.

NRAI Services, Inc.
Sarah K. Bruder, assist. secy.
(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 addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Paulette Sun

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Paulette Sun SWP Treasurer

(Typed or printed name and capacity of person signing application)

Corporate Officers
Illuminations.com, Inc.

<u>Name</u>	<u>Title</u>	<u>SSN#</u>	<u>Tel#</u>
Wallis Arnold 1995 South McDowell Petaluma, CA 94954	<i>President</i>	288-46-4201	(707) 769-2700
Dennis Carroll 1995 South McDowell Petaluma, CA 94954	<i>Senior VP, CFO</i>	556-37-5870	(707) 769-2700
Paulette Sun 1995 South McDowell Petaluma, CA 94954	<i>Senior VP, Treasurer</i>	571-64-7964	(707) 769-2700
Michael Davis 1995 South McDowell Petaluma, CA 94954	<i>Secretary</i>	265-84-9942	(707) 769-2700
Kathleen Sherwood 1995 South McDowell Petaluma, CA 94954	<i>Asst. Secretary</i>	446-76-9873	(707) 769-2700

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Illuminations.com, Inc.
Board of Directors

Name	Address
Bill Nimmo	Halpren, Denny, & Company 500 Boylston Street, 18th Floor Boston, MA 02116
Bill LaPoint	Halpren, Denny & Company 500 Boylston Street, 18th Floor Boston, MA 02116
Jack Chadsey	60 Glacier Drive Westwood, MA 02090
Phil Schlein	2180 Sand Hill Road, Suite 300 Menlo Park, CA 94025
Jan Soderstrom	101 Montgomery Street San Francisco, CA 91404
Tim Burke	One Maritime Plaza, Suite 1330 San Francisco, CA 94111
Dan Levitan	800 Fifth Avenue, Suite 4100 Seattle, WA 98104
Wally Arnold	1995 South McDowell Blvd. Petaluma, CA 94954
Robb Scott	333 Market Street, 32nd Floor San Francisco, CA 94105

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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ILLUMINATIONS.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ILLUMINATIONS.COM, INC." WAS INCORPORATED ON THE FOURTH DAY OF MARCH, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

0075248

DATE:

11-10-99