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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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**FLORIDA PROFIT CORPORATION OR P.A.
PERFUMAX, INC**

Certificate of Status	0
Certified Copy	1
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1-15-03

ARTICLES OF INCORPORATION
OF

PERFUMAX, INC
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) Competent to contract, hereby form a corporation under the laws of State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: PERFUMAX, INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares (500) of five Dollar (s) (\$ 5.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and name of the at office is:

NAME	PERCY DESME		
ADDRESS	2319 NW 20 STREET		
CITY	MIAMI	STATE	FL ZIP 33142

The principal office, if known or the mailing address of the corporation is:

NAME	PERCY DESME		
ADDRESS	2319 NW 20 STREET		
CITY	MIAMI	STATE	FL ZIP 33142

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have FIVE (5) director initially. The number of directors may be either increased or diminished from time to time by -laws, but shall never be less than one (1).

The name and addresses of the initial director (s) of the corporation are as follows:

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NAME	PERCY DESME		
ADDRESS	15400 SW 99 LANE		
CITY	MIAMI	STATE	FLORIDA ZIP 33196
NAME	HUGO DESME		
ADDRESS	15894 KILMARNOCK DRIVE		
CITY	MIAMI LAKES	STATE	FLORIDA ZIP 33014
NAME	JORGE DESME		
ADDRESS	13101 SW 85 STREET		
CITY	MIAMI	STATE	FLORIDA ZIP 33183
NAME	CARLOS DESME		
ADDRESS	3667 SOUTH MIAMI AVENUE APT 144		
CITY	MIAMI	STATE	FLORIDA ZIP 33133
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The name and addresses of the incorporators signing these Articles of Incorporation are as follows :

NAME	PERCY DESME		
ADDRESS	15400 SW 99 LANE		
CITY	MIAMI	STATE	FLORIDA ZIP 33196
NAME	HUGO DESME		
ADDRESS	15894 KILMARNOCK DRIVE		
CITY	MIAMI LAKES	STATE	FLORIDA ZIP 33014
NAME	JORGE DESME		
ADDRESS	13101 SW 85 STREET		
CITY	MIAMI	STATE	FLORIDA ZIP 33183
NAME	CARLOS DESME		
ADDRESS	3667 SOUTH MIAMI AVENUE APT 144		
CITY	MIAMI	STATE	FLORIDA ZIP 33133
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHERE OF, the undersigned subscriber (s) have executed these Articles of Incorporation this 13th day of January, 2003.

PREPARED: SOSA ACCOUNTING TAX SERVICE
 570 EAST 49 STREET
 HIALEAH, FL 33013

(305) 688 - 1716
 (305) 688 - 1714

[Handwritten signatures and scribbles]
 _____ (Seal)
 _____ (Seal)
 _____ (Seal)
 _____ (Seal)
 _____ (Seal)

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

OF

PERFUMAX, INC.

(name of corporation)

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Pursuant to Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation.

AT: 2319 NW 20 STREET

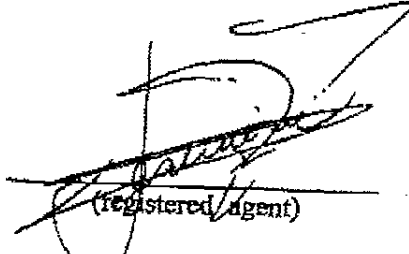
MIAMI, FL 33142

Has named PERCY DESME

Located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above state
corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with provisions of Florida Law in Keeping open said office.


(Registered Agent)