

PA7000019028

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

200002095192--5
-02/24/97-01030-010
*****70.00 *****70.00

SUBJECT: THE UGLY MUG II INC
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 24 PM 2:59

FILED

FROM: MATTHEW JULIANO
Name (printed or typed)

3309 LOWSON BLVD
Address

DELRAY BEACH, FLORIDA 33445
City, State & Zip

561-498-3676
Daytime Telephone number

Dmc
2-27-97

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

THE UGLY MUG II INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

501 VILLAGE BLVD
WEST PALM BEACH, FLORIDA
33409

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

20

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MATHEW JULIANO
3309 LAWSON BLVD
DELRAY BEACH, FLORIDA
33445

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors


The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MATHEW JULIANO
3309 LOWSON BLVD
DELRAY BEACH, FLORIDA
33445

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

20 day of FEBRUARY, 19 97.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 FEB 24 PM 2: 59

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE STATE OF FLORIDA
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

THE UGLY MUG II INC

2. The name and address of the registered agent and office is:

MATHEW JULIANO

(NAME)

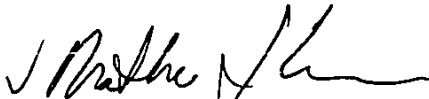
3309 LOWSON BLVD

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

DELRAY BEACH, FLORIDA 33445

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation 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.



(SIGNATURE)

2/19/97

(DATE)