[illegible] FRANCIS STREET
TALLAHASSEE, FL 32301
904-222-8171
904-222-8191 FAX
800-345-8086

P95000027874

CSC networks
PRENTICE HALL LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 573098 1003A

AUTHORIZATION : Patricia Pigott

COST LIMIT : $ 122.50

ORDER DATE : April 6, 1995

ORDER TIME : 9:46 AM

ORDER NO. : 573098

CUSTOMER NO: 1003A

CUSTOMER: David Weisman, Esq
ABRAMS ANTON ROBBINS RESNICK
& SCHNEIDER
P.o. Box 229010

Hollywood, FL 33022

000001451080

~~700801419127~~

EFFECTIVE DATE
3-30-95

DOMESTIC FILING

NAME: THE FRAGRANCE DEPOT AT
COLUMBUS MILLS, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: T. BROWN APR - 7 1995

RECEIVED
95 APR -6 PM 2:53
DIVISION OF CORPORATION

FILED
95 APR -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 6, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: THE FRAGRANCE DEPOT AT COLUMBUS MILLS, INC.
Ref. Number: W95000007494

We have received your document for THE FRAGRANCE DEPOT AT COLUMBUS MILLS, INC. and your check(s) totaling $. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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 (904) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00015810

ARTICLES OF INCORPORATION

OF

THE FRAGRANCE DEPOT AT COLUMBUS MILLS, INC.

FILED
95 APR -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

EFFECTIVE DATE
3-30-95

ARTICLE I

NAME

The name of this corporation is THE FRAGRANCE DEPOT AT COLUMBUS MILLS, INC., and the mailing address of the corporation is 12801 West Sunrise Boulevard, Store #201, Sunrise, FL 33323

ARTICLE II

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One Dollar ($1.00) par value common stock, which shall be designated as "Common Shares." All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV

DURATION

This corporation shall commence its corporate existence as of March 30, 1995 and shall exist perpetually thereafter until sooner dissolved according to law.

ARTICLE V

INITIAL BUSINESS OFFICE AND REGISTERED AGENT

The mailing address of the initial business office of this corporation is 12801 West Sunrise Boulevard, Store #201, Sunrise, FL 33323 and the name of the initial registered agent of this corporation is John W. Capella whose address is 12801 West Sunrise Boulevard, Store #201, Sunrise, FL 33323.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the director of this corporation is:

JOHN W. CAPELLA

12801 West Sunrise Boulevard, Store #201

Sunrise, FL 33323

The initial officers of the corporation will be:

JOHN W. CAPELLA PRESIDENT

ANNE M. CAPELLA VICE PRESIDENT/SECRETARY

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

ARTICLE IX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any By-Laws adopted by the

Shareholders if the Shareholders provide that such By-Laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE X

AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation as of the 28th day of March 1995.

JOHN W. CAPELLA

103328

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
95 MAR -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That THE FRAGRANCE DEPOT AT COLUMBUS MILLS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Sunrise, County of Broward, State of Florida, has named John W. Capella, 12801 West Sunrise Boulevard, Store #201, Sunrise, FL 33323 as its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

JOHN W. CAPELLA

103328