

Berger  
Davis &  
Singer  
Professional Association

200 S. Biscayne Boulevard Suite 2950  
Miami, Florida 33131-5308  
Phone: 305.755.9500  
Fax: 305.714.4340

Bernadette I. Spade  
305.714.4357  
email at:  
bspade@bdsllaw.com

P9900011118

February 3, 1999

**VIA HAND DELIVERY**

Secretary of State, State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32324

400002764504--9

-02/04/99--01022--019

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Articles of Organization of The Retail Advantage, Inc.

To Whom It May Concern:

Enclosed is an original executed and a copy of the Articles of ~~Organization of~~ THE RETAIL ADVANTAGE, INC., together with our check for \$78.75 for payment of filing fees.

Please do not hesitate to call should you have any questions. Thank you.

Very truly yours,

BERGER DAVIS & SINGERMAN

Bernadette I. Spade

Bernadette I. Spade,  
Legal Assistant

BIS:mmn  
Enclosure

RECEIVED  
99 FEB -4 AM 10:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
99 FEB -4 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**THE RETAIL ADVANTAGE, INC.**

FILED  
99 FEB -4 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

**ARTICLE I**  
**NAME OF CORPORATION**

The name of the corporation shall be: THE RETAIL ADVANTAGE, INC.

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS**

The general purpose for which this Corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

**ARTICLE III**  
**AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, \$.01 par value per share.

**ARTICLE IV**  
**ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 5764 St. Annes Way, Boca Raton, FL 33496.

**ARTICLE V**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE VI**  
**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is Berger Davis & Singerman, 200 S. Biscayne Blvd., Suite 2950, Miami, Florida, 33131 and the initial registered agent of this Corporation at that address shall be Daniel Lampert.

**ARTICLE VII**  
**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Daniel Lampert

Berger Davis & Singerman  
200 S. Biscayne Blvd., Suite 2950  
Miami, FL 33131

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal, this 3<sup>rd</sup> of February, 1999.

  
\_\_\_\_\_  
Daniel Lampert

THE UNDERSIGNED, named as the registered agent in Article VI of these Articles of Incorporation hereby consents to act as such registered agent.

  
\_\_\_\_\_  
Daniel Lampert

STATE OF FLORIDA           )  
  ) ss:  
COUNTY OF DADE           )

Sworn to and subscribed before me this 3<sup>rd</sup> day of February, 1999, by Daniel Lampert.

(X) Personally known to me; or

( ) Produced Identification; Type of Identification produced \_\_\_\_\_.

NOTARY PUBLIC:

Sign: Bernadette Spade

Print Name: Bernadette Spade

Commission No.: CC720427

My Commission Expires: February 26, 2002

