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NOV 07 2000 7470

November 7, 2000
VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: CHIC TOO CHIC, INC. - ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed please find an original and one copy of the executed Articles of Incorporation of CHIC TOO CHIC, INC. Also enclosed is a check in the amount of \$122.50 representing the filing fee and the cost of a certified copy of the filed Articles. Please file the enclosed original Articles at your earliest convenience. I have also provided a self-addressed, stamped envelope for you to return the certified copy.

Thank you for your anticipated cooperation in this matter.

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-11/08/00--01075--002
****122.50 ****78.75

Very truly yours,

JACOBS & STRAUS, P.A.



Paul Jacobs

FILED
00 NOV -8 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PJ:lbv
encl.

Feb 11/9

ARTICLES OF INCORPORATION

OF

CHIC TOO CHIC, INC.

A Florida Corporation Not for Profit

00 NOV -8 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I - NAME

The name of this Corporation is CHIC TOO CHIC, INC.

ARTICLE II - PRINCIPLE OFFICE

The street address of the initial principle office the Corporation is 3660 West Commercial Blvd., Fort Lauderdale, Florida 33309, and the mailing address of the Corporation is P. O. Box 81-1901, Boca Raton, Florida 33481.

ARTICLE III - PURPOSE

The purpose for which the Corporation is organized is as permitted pursuant to Chapter 617 of the Florida Statutes and may provide, among other non-profit purposes permitted under the statute, a non-profit, social and intellectual facility for adults who engage in alternate lifestyles, or meet to exchange ideas and/or socialize regardless of sexual orientation, and to support others of like persuasion.

ARTICLE IV - DIRECTORS

The method of election of directors of the Corporation is stated in the bylaws.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3660 West Commercial Boulevard, Ft. Lauderdale, FL 33309, and the name of the initial registered agent of this

Corporation at that address is ALAN E. MOSTOW.

ARTICLE VI - DIRECTORS

The names and addresses of the individuals who shall serve as the initial directors of the Corporation are:

Alan E. Mostow
P. O. Box 81-1901
Boca Raton, FL 33481

Dennis Freeland
P. O. Box 81-1901
Boca Raton, FL 33481

Warren Mostow
P.O. Box 81-1901
Boca Raton, FL 33481

ARTICLE VII - TERMINATION

The Corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the Corporation, be distributed to the Shareholders in proportion to the number of shares of stock in the Corporation which each Shareholder then owns.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator of this Corporation is:

Alan E. Mostow
P. O. Box 81-1901
Boca Raton, FL 33481



ALAN E. MOSTOW

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

FILED
00 NOV -8 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, ALAN E. MOSTOW, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 6th day of November, 2000.

Willie Stanfield
Notary Public
State of Florida at Large

My Commission Expires:



Willie Stanfield
MY COMMISSION # CC768893 EXPIRES
August 19, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR
CHIC TOO CHIC, INC.**

Having been named registered agent to accept service of process for the above-named Corporation at the place designated in the Articles of Incorporation for CHIC TOO CHIC, INC., Alan E. Mostow hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

By: _____

ALAN E. MOSTOW

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared, ALAN E. MOSTOW, known to me to be the person who executed the foregoing Certificate of Acceptance as Registered Agent, and he acknowledged before me that he executed that Certificate of Acceptance as Registered Agent for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 6th day of November, 2000.

Willie Stanfield
Notary Public
State of Florida at Large

My Commission Expires:



Willie Stanfield
MY COMMISSION # CC768893 EXPIRES
August 19, 2002
BONDED THRU TROY FARM INSURANCE, INC.