

P00000048028

Eitan Peer

8211 W. Broward Blvd. #200
Plantation, Florida 33324

May 8, 2000

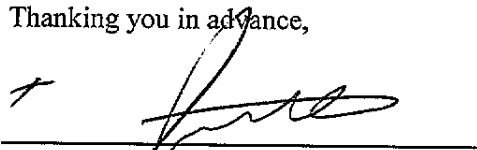
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*****78.75 *****78.75

Department of State
Division of Corporations
Tallahassee, Fl. 32302

Subject: Payless Fragrances Inc.
Proposed Name of Corporation

Enclosed, you will find the sum of \$78.75 to cover the cost of filing and one original and one copy of the Articles of Incorporation for the above named.

Thanking you in advance,



Eitan Peer
PRESIDENT

FILED
00 MAY 11 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CP
5-15-00
4

ARTICLES OF INCORPORATION
OF

Payless Fragrances Inc.

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:

Payless Fragrances Inc.

ARTICLE II PRINCIPAL OFFICE

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

Principal Place of Business:

Mailing Address:

**8211 W. Broward Blvd. #200
Plantation, Florida 33324**

**8211 W. Broward Blvd. #200
Plantation, Florida 33324**

Phone Number: **(954) 472-3124**

ARTICLE III CAPITAL STOCK

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

One Thousand Shares (1000.) at One Dollar (\$1.00) par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Eitan Peer
8211 W. Broward Blvd. #200
Plantation, Florida 33324**

FILED
00 MAY 11 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of incorporation and the office each shall hold is(are): and the number of shares he (she) has subscribed to.

President

SHARES

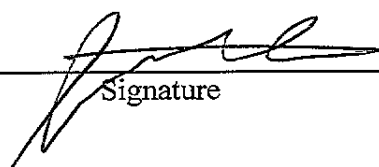
Eitan Peer

1,000

8211 W. Broward Blvd. #200

Plantation, Florida 33324

The undersigned incorporator(s) has(have) executed these Articles of Incorporati **08** day o **May, 2000.**

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Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

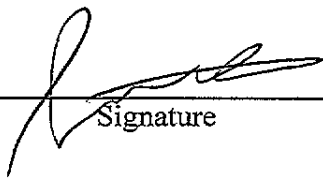
Payless Fragrances Inc.

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

Eitan Peer
8211 W. Broward Blvd. #200
Plantation, Florida 33324

FILED
00 MAY 11 AM 11:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

05/08/00
Date