



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 763794 4301893

AUTHORIZATION :

Patricia Priest

COST LIMIT : \$ 78.75

ORDER DATE : July 14, 2000

ORDER TIME : 10:0 AM

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ORDER NO. : 763794-005

CUSTOMER NO: 4301893

CUSTOMER: Susan Fields, Legal Asst
Thelen Reid & Priest LLP

40 West 57th Street
30th Floor
New York, NY 10019

DOMESTIC FILING

NAME: LONGCHAMP PALM BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
JUL 14 2000

00 JUL 14 AM 10:47

RECEIVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 14 PM 12:19

ARTICLES OF INCORPORATION

OF

LONGCHAMP PALM BEACH, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 14 PM 12:19

The undersigned does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is LONGCHAMP PALM BEACH, INC.

SECOND: The street address, wherever located, of the principal office of the Corporation is 9A South Gold Drive, Hamilton, NJ 08691.

THIRD: The number of shares that the Corporation is authorized to issue is 1,000, all of which are of a par value of one dollar each and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301. The name of the initial registered agent of the Corporation at the said registered office is Corporation Service Company.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

Susan Fields
c/o Thelen Reid & Priest LLP
40 West 57th Street
New York, NY 10019-4097

SEVENTH: The purposes for which the Corporation is organized are as follows: To engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act, and to have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.

Signed on 7/13/2000



Susan Fields, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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.

CORPORATION SERVICE COMPANY

By: 

Name:

Title: **BRIAN COURTNEY, ASST. V.P.**

Date:

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