CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850-224-8870 • 1-800-342-8062 • Fax (850) 222-1222

(850-324-8870 · 1-800-342-8062 · Fax (850) 222-1222 POOOOOOOOOOOOOOO

Bargain Fragrances In.

Signature

Name

Walk-In __

Requested by:

Date

Will Pick Up

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	Foreign Corp. File
	L.C. File
	Fictitious Name File
	Trade/Service Mark
	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
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	Certificate of Good Standing
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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 20, 2000

CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET, STE. 1 TALLAHASSEE, FL 32302

SUBJECT: BARGAIN FRAGRANCES, INC.

Ref. Number: W00000018169

We have received your document for BARGAIN FRAGRANCES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of 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 (850) 487-6928.

Tim Burch Document Specialist

Letter Number: 400A00039847

ARTICLES OF INCORPORATION

OF

BARGAIN FRAGRANCES, INC.

ARTICLE I NAME

The name of the corporation shall be:

BARGAIN FRAGRANCES, INC.

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any and all business related to transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

2305 N.W. 107th Avenue #77 Miami, Florida 33172

The name of the initial registered agent of this corporation at that address is:

OTTO M. ORTEGA

SECKETANY OF SAME TALLAMASSEE, FLORIDA

ARTICLE VI MAILING ADDRESS

The mailing address of the corporation is:

2305 N.W. 107th Avenue # 77 Miami, Florida 33172

ARTICLE VILINITIAL BOARD OF DIRECTORS

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 that one (1).

The names and post office address of the members of the Board of Directors are:

NAME	ADDRESS
OTTO M. ORTEGA	9241 S.W. 136th Street, Circle Miami, Florida 33176
MARCOS ALBERTO ORTEGA	9270 S.W. 136th Street, Circle Miami, Florida 33176

ARTICLE VIII INCORPORATORS

The name and post office address of the subscriber of these Articles of Incorporation is:

NAME ADDRESS

OTTO M. ORTEGA

9241 S.W. 136th Street, Circle
Miami, Florida 33176

ARTICLE IX AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 18 day of Joly, 2000.

INCORPORATOR: OTTO M. ORTEGA

STATE OF FLORIDA) (SS COUNTY OF MIAMI-DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared OTTO M. ORTEGA, known to me and known to be the person who executed the foregoing Articles of Incorporation and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, he/she has hereunto set his/her hands and affixed his/her official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): Yalid Driver's Licause and that an oath (was) (was not) taken, this _______ day of ________, 2000.

OLGA B. GONZALEZ
Notary Public - State of Florida
My Commission Expires Nov 3, 2000
Commission # CC598137

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

OTTO M. ORTEGA

Registered Agent

Dated: July 18, 2000