

**BODZIN & BODZIN**

ATTORNEYS AT LAW  
ONE PARK PLACE, SUITE 240  
621 NORTHWEST 53RD STREET  
BOCA RATON, FLORIDA 33487

**FILED**

01 APR 25 AM 11:00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Other Offices In:

Telephone: (561) 995-1445  
Facsimile: (561) 995-1446

Aventura, FL  
Kendall, FL  
Pompano, FL

(305) 931-5000  
(305) 598-5111  
(954) 942-4631

April 23, 2001

Via Federal Express - Overnight Delivery

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

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-04/25/01--01111--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Uncensored, Inc.

Dear Ladies and Gentlemen:

I trust you will find enclosed herewith for filing Articles of Incorporation of Uncensored, Inc. and its check no. 1012, made payable to your order, to cover the cost of the filing fee and Designation of Resident Agent.

After the Articles have been duly filed, kindly return evidence of that fact utilizing the enclosed return Federal Express Airbill.

I thank you, in advance, for your always kind attention and cooperation.

Sincerely yours,

BODZIN & BODZIN, ESOS.

By:   
MARTIN I. BODZIN, For the Firm

MIB:ss  
Enclosures

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D. WHITE APR 26 2001

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FILED

ARTICLES OF INCORPORATION

01 APR 25 AM 11:00

OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

UNCENSORED, INC.

THIS IS TO CERTIFY that we, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1999, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and we do certify that:

1. The name of the corporation is:

UNCENSORED, INC.

2. The major purpose of the corporation will be to engage in the business of selling fashion wear to the general public. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all of the powers authorized and permitted by the said Statutes to corporation formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be ONE HUNDRED (100) shares of Common Stock at a par value of TEN (\$10.00) DOLLARS per share.

4. The corporation shall commence business with not less than ONE THOUSAND (\$1,000.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

621 NW 53RD STREET, SUITE 240  
BOCA RATON, FLORIDA 33487

7. There shall be two (2) directors initially. The number of directors may be changed by a majority vote of the directors then in power.

8. The name and post office address of the members of the first Board of Directors, and the Officers, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

SUSAN FRIEDOPFER  
1544 ISLAND WAY  
WESTON, FLORIDA 33326

PRESIDENT, TREASURER  
AND DIRECTOR

DONNA BODZIN  
3370 NORTH 36TH PLACE  
HOLLYWOOD, FLORIDA 33021

VICE-PRESIDENT, SECRETARY  
AND DIRECTOR

9. The name and post office address of the subscribers to these Articles of Incorporation, and a statement of the number


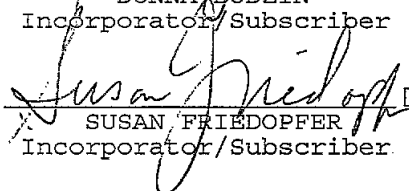
of shares of stock which we agree to take and the value of the consideration therefor, are as follows:

<u>NAME AND ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
DONNA BODZIN 3370 NORTH 36TH PLACE HOLLYWOOD, FLORIDA 33021	50	\$500.00
SUSAN FRIEDOPFER 1544 ISLAND WAY WESTON, FLORIDA 33326	50	\$500.00

10. The corporation designates as its registered office the office of BODZIN & BODZIN, Attorneys at Law, Suite 240, 621 Northwest 53rd Street, Suite 240, Boca Raton, Florida 33487 and MARTIN I. BODZIN, ESQ., as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

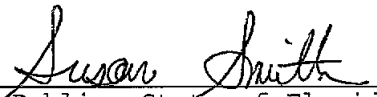

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Boca Raton, Florida, this 20th day of April, 2001.

  
DONNA BODZIN [SEAL]  
Incorporator/Subscriber  
  
SUSAN FRIEDOPFER [SEAL]  
Incorporator/Subscriber

STATE OF FLORIDA        ]  
                              : ss.  
COUNTY OF BROWARD    ]

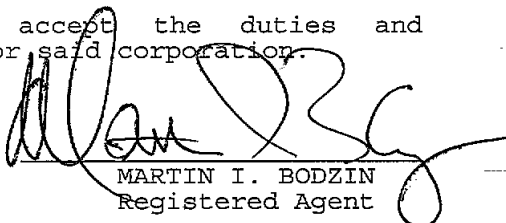
ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, appeared DONNA BODZIN and SUSAN FRIEDOPFER, to me personally known or who have produced \_\_\_\_\_ as identification, and who executed the foregoing Articles of Incorporation, and who, after taking an oath, acknowledged before me that they subscribed to the said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me this 20th day of April, 2001.

  
Notary Public, State of Florida  
at Large  
My Commission Expires:  Susan Smith  
My Commission CC896563 Expires December 19, 2003

#### ACCEPTANCE

I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

  
MARTIN I. BODZIN  
Registered Agent