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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. LADY OLE INTERNATIONAL COSMETICS
(Corporation Name) (Document #)
2. INCORPORATED
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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TALLAHASSEE FLORIDA

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DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
LADY OLÉ INTERNATIONAL COSMETICS INCORPORATED

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LADY OLÉ INTERNATIONAL COSMETICS INCORPORATED

The address of the principal office of this corporation shall be 11537 N.W. 3rd Place, Coral Springs, Florida 33071, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having one dollar (\$1) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 11537 N.W. 3rd Place, Coral Springs, Florida 33071, and the name of the initial registered agent of the corporation is A. Margaret Hesford, Esq., whose address is 5648 West Atlantic Boulevard, Margate, Florida 33063.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two directors initially. The names and street addresses of the initial members of the Board of Directors are:

Barry M. Weinberg	Alvin T. Green
Director	Director
11537 N.W. 3rd Place	10093 Diamond Lake Drive
Coral Springs, Florida 33071	Boynton Beach, Florida 33437

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

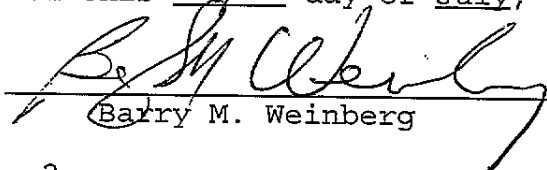
Barry M. Weinberg	Alvin T. Green
President	Vice-President/Secretary
11537 N.W. 3rd Place	10093 Diamond Lake Drive
Coral Springs, Florida 33017	Boynton Beach, Florida 33437

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

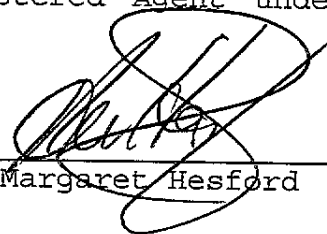
Barry M. Weinberg
11537 N.W. 3rd Place
Coral Springs, Florida 33071

IN WITNESS WHEREOF, the undersigned Barry M. Weinberg, has hereunto set his hand and seal on this 9th day of July, 2001.


Barry M. Weinberg

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

A. Margaret Hesford, Esq., having a business office as set forth herein, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



A. Margaret Hesford

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