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REFERENCE : 263620 9542A

AUTHORIZATION :

Patricia Pizute

COST LIMIT : \$ 70.00

ORDER DATE : July 26, 2001

ORDER TIME : 4:03 PM

ORDER NO. : 263620-005

CUSTOMER NO: 9542A

CUSTOMER: Michael Feinstein, Esq
Michael Feinstein, Esq

Suite 700
888 East Las Olas Boulevard
Fort Lauderdale, FL 33301

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2001 JUL 26 PM 5:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

DOMESTIC FILING

NAME: THE TRUNK SHOW PALM BEACH,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

SP 7/27/01

FILED

**ARTICLES OF INCORPORATION OF
THE TRUNK SHOW PALM BEACH, INC.**

2001 JUL 26 PM 5:24

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 THE TRUNK SHOW PALM BEACH, INC.

The address of the principal office of this corporation shall be 5200 Town Center Circle, Suite 105, Boca Raton, Florida 33486 and the mailing address of the corporation shall be the same.

Article II. Nature of the 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 1,000 shares of common stock having \$1.00 par value per share.

Article IV. Registered Agent

The street address of the initial registered office of the corporation shall be 5200 Town Center Circle, Suite 105, Boca Raton, Florida 33486, and the name of the initial registered agent of the corporation at that address is Margie Feniger.

Article V. Term of Existence

This corporation is to exist perpetually.

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 one (1) Director, initially. The names and addresses of the initial members of the Board of Directors are:

Name:	Address:
Nicolette Mayer	17206 Courtland Lane Boca Raton, Florida 33496

Article VII. Officers

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Name:	Address:
Nicolette Mayer President and Secretary/Treasurer	17206 Courtland Lane Boca Raton, Florida 33496

Article VIII. Preemptive

The corporation elects to have preemptive rights.

Article IX. Special Provisions

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an "S" corporation as defined therein.

Article X. Incorporator

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

Michael L. Feinstein, Esquire
Michael L. Feinstein, P.A.
888 East Las Olas Boulevard
Suite 700
Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, the undersigned has hereunto set their hand and seal on this 27th day of March, 2001.

By: _____

Its Incorporator

FILED

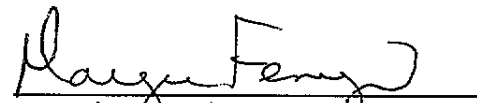
Acceptance of Registered Agent Designated 2001 JUL 26 PM 5:24

in the Articles of Incorporation

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Margie Feniger is authorized to transact business in this state, having a business office identical with the registered office of the corporation named above and having been designated as the registered agent in the above and foregoing Articles of Incorporation of **THE TRUNK SHOW PALM BEACH, INC.**, is familiar with and accepts the obligations of the position of registered agent under Section 607.0505 of the Florida Statutes.

By:


Margie Feniger