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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

## FLORIDA PROFIT CORPORATION OR P.A.

## ELEMENTS BOUTIQUE, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION OF**

**ELEMENTS BOUTIQUE, INC.**

a Florida Corporation

**ARTICLE I: NAME**

The name of this corporation is:

**ELEMENTS BOUTIQUE, INC.**

**ARTICLE II: DURATION**

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

**ARTICLE III: PURPOSE**

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV: CAPITAL STOCK**

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

**ARTICLE V: PREEMPTIVE RIGHTS**

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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**ARTICLE VI: INTIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office of this corporation is:

**3135 COMMODORE PLAZA  
COCONUT GROVE, FL 33133**

The name of the initial registered agent of this corporation is:

**MICHELLE M. MARTINEZ**

**ARTICLE VII: INITIAL BOARD OF DIRECTORS**

This corporation shall have one ( 1 ) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is (are):

**Michelle M. Martinez**

**13358 S.W. 42 Street  
Davie, FL 33330**

**ARTICLE VIII: INDEMNIFICATION**

*The corporation shall indemnify any officer or director, or any formal officer or director, to the full extent permitted by law.*

**ARTICLE IX: INCORPORATORS**

The name and address of the person(s) signing these articles of incorporation is (are):

**Michelle M. Martinez**

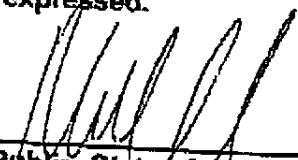
**13358 S.W. 42 Street  
Davie, FL 33330**

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have)  
executed these Articles of Incorporation this 4 day of  
December, 2001.

  
**MICHELLE M. MARTINEZ**

**STATE OF FLORIDA  
COUNTY OF DADE**

BEFORE ME, the undersigned authority, personally appeared  
MICHELLE M. MARTINEZ, known to me and known by me to be the  
person(s) who executed the foregoing Articles of Incorporation, and  
acknowledged before me that he/she executed the same for the purposes  
therein expressed.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:



**Roberto F. Freitas**  
My Commission DD043712  
Expires July 22, 2006

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING  
AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE**

IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following  
is submitted:

**ELEMENTS BOUTIQUE, INC.**

desiring to organize or qualify under the laws of the State of Florida, with  
its principal place of business in the City of Miami, County of Miami-Dade,  
State of Florida, has named:

**MICHELLE M. MARTINEZ**

as its agent to accept service of process within the State of Florida, with  
the registered address as:

**13358 S.W. 42 STREET  
DAVIE, FLORIDA 33330**

\*\*\*\*\*

**ACKNOWLEDGMENTS**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND  
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES  
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

DATED: THIS 4 DAY OF December, 2001

  
REGISTERED AGENT

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