

P020000019691

DATE FEBRUARY 1, 2002

SECRETARY OF STATE
CORPORATE DIVISION
409 E. GAINES STREET
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32399

900004949319--1
-02/18/02--01069--017
*****78.75 *****78.75

RE: BRIAN Austin Collection, INC.

GENTLEMEN,

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER WITH
A COPY OF SAID ARTICLES FOR

BRIAN Austin Collection Inc.
NAME OF CORPORATION

OUR CHECK IN THE AMOUNT OF \$78.75 INCLUDES THE FOLLOWING:

FILING FEE
CHARTER TAX
REGISTERED AGENT
CERTIFIED COPY

TOTAL \$78.75

FILED
02 FEB 18 PM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESPECTFULLY SUBMITTED,

Brian R. Kelly
INDIVIDUAL'S NAME

BRIAN Austin Collection Inc.
NAME OF CORPORATION

J. BRYAN FEB 21, 2002

FILED
02 FEB 18 PM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
-OF-

BRIAN Austin Collection INC.

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the Provisions of the Statutes of the said State of Florida.

ARTICLE I

The name of this Corporation shall be:

BRIAN Austin Collection INC

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have at any time is 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than \$500.00 Dollars.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The initial street address of the principal office of the corporation shall be:

1855 Griffin Road A-364

Dania Beach, Fl. 33004

ARTICLE VII

The number of Directors of this Corporation shall be at least one(1) and no more than five.

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ARTICLE VIII

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

BRIAN A. Kelly
9440 S.W. 52 COURT
COOPER CITY, FL. 33328

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

Brian A. Kelly 9440 S.W. 52 COURT
SIGNATURE OF INCORPORATOR ADDRESS
COOPER CITY, FL. 33328

SIGNATURE

ADDRESS

ARTICLE X

The corporate existence of this corporation shall begin on the date on the Articles of Incorporation that are filed on record with the State.

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

IN COMPLIANCE WITH SECTION 607.325 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT BRIAN Austin Collection INC
NAME OF CORPORATION
WITH ITS PLACE OF BUSINESS AT 1855 Griffin Rd, A-364 DANIA BEACH,
ADDRESS, CITY FL 33004
HAS NAMED DENISE KUREK
NAME OF REGISTERED AGENT
LOCATED AT 9440 S.W. 52 Court,
MUST BE STREET ADDRESS AND # OF BLDG.
CITY OF DANIA BEACH, FL 33328, STATE OF FL., AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FL.

SIGNATURE Brian A. Kelly
CORPORATE OFFICER
TITLE: RESIDENT
DATE 2/1/02

Having been named to accept service of process for the above state 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, and I accept the duties and obligations of Section 607.325 of the Fl. Statutes.

SIGNATURE Denise Kurek
REGISTERED AGENT

FILED
02 FEB 18 PM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA