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March 5, 2002

Secretary of State
Division of Corporations
Tallahassee, FL 32399

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-03/19/02--01009--010
*****79.00 *****79.00

Dear Sirs/Madame:

Please find enclosed the Articles of Incorporation for R&A International Fragrance, Inc., along with a check in the amount of \$78.75 for the filing fees, Designation of Registered Agent and fee for Certified copy.

Please send the certificate and copy of filed Articles to 16646 Hemingway Drive Ft. Lauderdale, FL 33326. Thank you for your attention to our request.

Respectfully,

Rose Jacob

Rose L. Jacob

FILED
02 MAR 18 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rose Jacob
16646 Hemingway Drive
Fort Lauderdale, FLA, 33326

gjs/25

**ARTICLES OF INCORPORATION
OF
R&A International Fragrance, Inc.**

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purposes of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of the corporation is to be R&A International Fragrance, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purpose

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is FIVE THOUSAND (5,000) shares of common stock having a par value of \$10.00 per share.

ARTICLE V

Initial Principal Business Address

The initial principal business address of the Corporation shall be 16646 Hemingway Drive Ft. Lauderdale, FL 33326.

ARTICLE VI

Initial Registered Agent

and Office of Registered Agent

The street address of the initial registered office of the Corporation is 428 PLAZA REAL, STE. 614, BOCA RATON, FL 33432. The name of the Registered Agent at such address is JACOB STONE, ESQ.

ARTICLE VII

Initial Board of Directors

The initial Board of Directors shall consist of one. The number of Directors may be increased or decreased from time to time by the By-laws, but shall never be less than one. The name and street address of the member of the original Board of Directors is:

Name

Address

Rose L. Jacob

16646 Hemingway Drive Ft. Lauderdale, FL 33326.

ARTICLE VIII

Incorporator

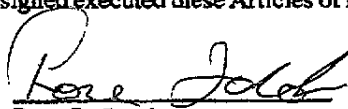
The name and address of the person signing these Articles of Incorporation is Rose L. Jacob, 16646 Hemingway Drive Ft. Lauderdale, FL 33326.

ARTICLE IX

Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein. The corporation reserves the right to amend or repeal any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS OF THE FOREGOING, the undersigned executed these Articles of Incorporation this 07th day of march, 2002.


Rose L. Jacob

Oath and Acknowledgment

In the County of Palm Beach County }
In the State of Florida }

BEFORE ME, an officer duly authorized to take acknowledgments this day appeared Rose L. Jacob who acknowledged before me that he signed the within instrument as his own act and deed.

DATED this 07th day of march 2002.

Ashraf K. Dakmak

NOTARY PUBLIC

State of Florida

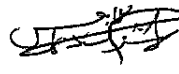
My Commission expires: 11-07-2003



Ashraf Dakmak

My Commission CC886387

Expires November 07, 2003



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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with
said act:

FIRST:, R&A International Fragrance, Inc..., desiring to organize under the laws of
the State of Florida, with its principal office as indicated in the Article of Incorporation in the city of
Delray Beach, Florida, has named JACOB STONE, ESQ located at: 428 Plaza Real, Ste. 221,
Boca Raton, Florida 33432 as its agent to accept service of process for the Corporation within this
State.

Having been named to accept service of process for the above stated Corporation, at the place
designated in this Certificate I hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.


JACOB STONE, ESQ

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TALLAHASSEE, FLORIDA