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901 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316

EVAN M. KLEIMAN
ALSO ADMITTED FEDERAL BAR

April 10, 2002

TELEPHONE (954) 463-6755
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State of Florida
Secretary of State,
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR 11 AM 10:42

Re: Proposed Corporation: Sonia's Scents, Inc.

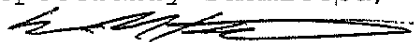
Dear Sir/Madam:

I have enclosed the Articles of Incorporation and Certificate of Registered Agent in regard to the above entity along with a check for filing fees in the amount of \$78.75.

I have also included a copy of the Articles and a self-addressed stamped envelope for return of a copy of the filed Articles. Once the original Articles have been filed, please return the conformed copy in the Federal Express pre-paid envelope provided.

Thank you.

Respectfully submitted,



EVAN M. KLEIMAN, ESQ..

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-04/11/02--01083--002
*****78.75 *****78.75

EMK:se

Enc: as noted

448-02
WPC

CERTIFICATE OF INCORPORATION

-Of-

SONIA'S SCENTS, INC.

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 APR 11 AM 10:42

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: SONIA'S SCENTS INC.

ARTICLE II.

The corporation may engage in any activity or 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 outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE DOLLAR (\$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 FIVE HUNDRED DOLLARS (\$500.00).

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:

901 SOUTH FEDERAL HIGHWAY #300
FT. LAUDERDALE, FLORIDA 33316

ARTICLE VII.

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII.

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

EVAN M. KLEIMAN

901 S. FEDERAL HWY, #300
FT. LAUDERDALE, FLORIDA 33316

SONIA KLIEMAN

901 S. FEDERAL HWY, #300
FT. LAUDERDALE, FLORIDA 33316

ARTICLE IX.

The names and street addresses of the persons signing these Articles of Incorporation as subscribers are as follows:

EVAN M. KLEIMAN

901 S. FEDERAL HIGHWAY, #300
FT. LAUDERDALE, FLORIDA 33316

ARTICLE X.

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

STATE OF FLORIDA)
COUNTY OF BROWARD)

IN WITNESS WHEREOF, the undersigned, EVAN M. KLEIMAN, a natural person who is competent to contract and (CHECK ONE) _____

is personally known to me produced a Florida Driver's License # K455-213-66-295-0 and (CHECK ONE) took an oath did not take an oath, and who hereunto subscribed to the foregoing Articles of incorporation and set his hand and seal this 10th day of April, 2002..



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires: 1/10/05



Arthur Wood
MY COMMISSION # CC993034 EXPIRES
January 10, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE 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 Sonida's Scents, Inc.
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 901 So. Federal Hwy #300
(Business Address, City and State) Fort Lauderdale
FL 33316

HAS NAMED Evan M. Kleiman
(Name of Registered Agent)

EVAN M. KLEIMAN, P.A.
ATTORNEY AT LAW
SUITE 300
901 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316
Post Office Box Addresses ARE NOT Acceptable)

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 APR 11 AM 10:42

LOCATED AT _____
(Street Address and Number Of Building,
Post Office Box Addresses ARE NOT Acceptable)
CITY OF _____, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE

OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE 4-10-02

EVAN M. KLEIMAN, P.A.
ATTORNEY AT LAW
SUITE 300
901 SOUTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33316

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I 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 FLORIDA STATUTES.

SIGNATURE [Signature]
(REGISTERED AGENT)

DATE 4-10-02

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314

(NOTE: There is a filing fee of \$3.00 for this certificate)