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(Requestor's Name)

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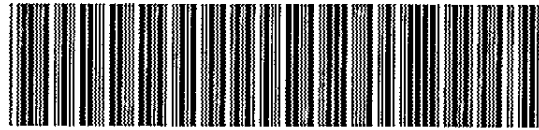
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TALLAHASSEE FLORIDA

**ROTH & SCHOLL**  
ATTORNEYS AT LAW  
1500 SAN REMO AVENUE  
SUITE 176  
CORAL GABLES, FLORIDA 33146

TELEPHONE: (305) 662-4141  
FAX: (305) 662-3816  
e-mail: rothlaw@bellsouth.net

JEFFREY C. ROTH, P.A.  
DENNIS SCHOLL, P.A.

February 26, 2003

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Excess Luxury Com, Inc. - Articles of Incorporation

Dear Sir:

Enclosed are duplicate originals of the Articles of Incorporation for the above corporation. Also enclosed is my check in the amount of \$78.75, representing your filing fee. Please file the enclosed articles, and forward me written confirmation of the same. Thank you for your anticipated prompt attention to this matter.

Very truly yours,

  
JEFFREY C. ROTH

JCR:gkm  
Encls.

cc: Mr. Jerry Chafetz (w/encls.- by email to Jerry241@earthlink.net)

**ARTICLES OF INCORPORATION**  
**OF**  
**EXCESS LUXURY.COM, INC.**

**Article I**  
**Name**

The name of the corporation is EXCESS LUXURY.COM, INC.

**Article II**  
**Purpose**

This corporation shall be authorized to transact all legal business of any nature.

**Article III**  
**Principal Office and Mailing Address**

The principal office and mailing address of this corporation is c/o Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146.

**Article IV**  
**Capital Stock**

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value Per</u> <u>Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$1.00	Common

**Article V**  
**Preemptive Rights**

Every shareholder, 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 prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**Article VI**  
**Initial Registered Agent and Office**

The street address of the initial registered office of the corporation is c/o Jeffrey C. Roth, Esquire, Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146, and the name and address of the initial registered agent of this corporation is:

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Name

Address

Jeffrey C. Roth

Roth & Scholl  
1500 San Remo Avenue, Suite 176  
Coral Gables, FL 33146

**Article VII**  
**Commencement**

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

**Article VIII**  
**Initial Board of Directors**

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial directors of this corporation are:

Name

Address

Jerry Chafetz

6650 Roxbury Lane  
La Gorce Island  
Miami Beach, Florida 33141

Andrea Weinman

2901 Sterling Road, Suite 309  
Ft. Lauderdale, FL 33312

**Article IX**  
**Incorporator**

The name and address of the person signing these Articles of Incorporation for the purposes therein expressed is:

Name

Address

Jeffrey C. Roth

Roth & Scholl  
1500 San Remo Avenue  
Suite 176  
Coral Gables, FL 33146

**Article X**  
**By Laws**

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

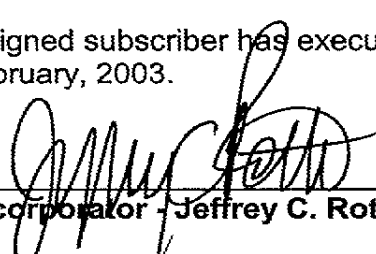
**Article XI**  
**Indemnification**

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law.

**Article XII**  
**Amendment**

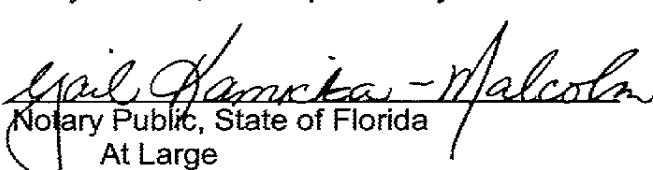
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26<sup>th</sup> day of February, 2003.

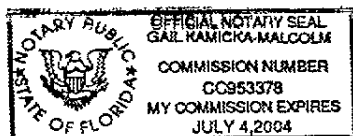
  
\_\_\_\_\_  
Incorporator - Jeffrey C. Roth

STATE OF FLORIDA       )  
COUNTY OF MIAMI-DADE)

The foregoing instrument was sworn to, subscribed and acknowledged before me this 26<sup>th</sup> day of February, 2003, by Jeffrey C. Roth, who is personally known to me and who did take an oath.

  
\_\_\_\_\_  
Notary Public, State of Florida  
At Large

My Commission Expires:



Notary's printed name & address:

Gail Kamicka-Malcolm  
c/o Roth & Scholl  
1500 San Remo Avenue, Suite 176  
Coral Gables, FL 33146

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

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that Excess Luxury.Com, Inc., is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Coral Gables, County of Miami-Dade, State of Florida, has named Jeffrey C. Roth, located at Roth & Scholl, 1500 San Remo Avenue, Suite 176, Coral Gables, FL 33146 as its agent to accept service of process within the State;

**Acknowledgment:**

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

  
\_\_\_\_\_  
JEFFREY C. ROTH

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