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(Requestor's Name)

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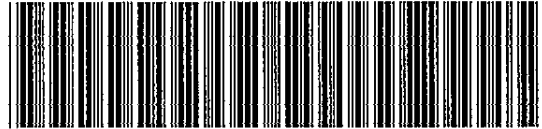
(Business Entity Name)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 954290 11504A
AUTHORIZATION : *Patricia Pizub*
COST LIMIT : \$ 78.75

ORDER DATE : March 5, 2003
ORDER TIME : 11:49 AM
ORDER NO. : 954290-005
CUSTOMER NO: 11504A

CUSTOMER: Mark Grand, Esq
Grand & Grand, P.a. Venture
Corporate Center
Suite 450, Building I
3440 Hollywood Boulevard
Hollywood, FL 33021

DOMESTIC FILING

NAME: COSTUME DEPOT, INC.

EFFECTIVE DATE: MARCH 4, 2003

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: _____

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3-4-03

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COSTUME DEPOT, INC.

ARTICLE I - NAME & ADDRESS

The name of this corporation is:
COSTUME DEPOT, INC.

The mailing address of this corporation is:
802 NW 1st Avenue, Delray Beach, FL 33444

The principal place of business of the corporation is:
802 NW 1st Avenue, Delray Beach, FL 33444

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on March 4, 2003; provided that if such day be unauthorized by law, then on the next earliest day allowable pursuant to Florida law for the commencement of corporate existence.

ARTICLE III- PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is MARK S. GRAND, ESQ., 3440 Hollywood Boulevard, Suite #450, Hollywood, FL 33021.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have 3 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.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is MARK S. GRAND, ESQ., 3440 Hollywood Boulevard, Suite #450, Hollywood, Florida 33021.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 4th day of March, 2003.

Mark S. Grand
MARK S. GRAND, Incorporator

STATE OF FLORIDA)
) ss.:
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me this 4th day of March, 2003, by MARK S. GRAND.

Linda C. Fields
PRINT NAME: Linda C. Fields
Personally known xx
Or Produced Identification _____
Type of Identification Produced: _____



LINDA C. FIELDS
My Commission Expires Dec. 27, 2004
Commission No. CC 977878

OATH OF ACCEPTANCE OF REGISTERED AGENT:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office.



MARK S. GRAND

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