

# P03000036670

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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**

**SDLH PERFUMES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 1, 2003

FAS-T CORP. AGENTS, INC.

SUBJECT: SDLH PERFUMES, INC.  
REF: W03000009136

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF

*SDLH PERFUMES, INC.*

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

*SDLH Perfumes, Inc.*

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE Thousand(1,000) shares of common stock having a par value of ONE(\$1.00) dollar per share. The capital stock may be paid in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V. INITIAL PRINCIPAL OFFICE**

The initial office address of this corporation in the State of Florida is:

755 N.W. 72nd Ave.  
Bijoux 15  
Miami, Florida 33136

**ARTICLE VI. DIRECTORS**

This corporation shall have one director(s) initially. The number of directors may be increased, but not by more than five(5).

The corporation shall indemnify and hold harmless each person who shall serve at any time thereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become a director or officer, of the corporation, or by reason of any action alleged to have heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or claims of liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjusted that such director or officer is liable for negligence or willful misconduct in the performance of his duties.

**ARTICLE VII. INITIAL DIRECTORS & OFFICERS**

The name and address of the member(s) of the first Board of Directors and Officers are:

<u>NAME</u>	<u>ADDRESS:</u>
Shalom Elul P/S/Director	65-27 182nd ST. Fresh Meadows, NY 11365
Dvir Segal V. President	4060 N. Hills Drive Hollywood, Florida 33021

**ARTICLE VIII. AMENDED**

These Articles of Incorporation may be amended in the manner provided by law.  
Every amendment shall be approved by the Board of Directors, proposed by them  
to the stockholders and approved at a Stockholders' Meeting by a majority of the stock  
entitled to vote thereon.

ARTICLE IX. INCORPORATOR

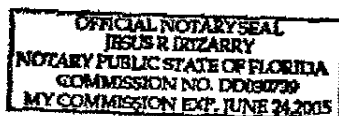
The name and street address of the incorporator of these Articles of Incorporation is  
Allan Doyle, CPA, 175 Fontainebleau Blvd. Ste.1-B, Miami, FL 33172

\_\_\_\_\_  
Incorporator

IN WITNESS WHEREOF, the undersigned has hereunto set his(her) hand and seal  
this 31st Day of March 2003.

State of Florida            )  
                                  )SS:  
County of Miami Dade )

BEFORE ME, the undersigned authority, personally appeared , who executed the  
foregoing Articles of Incorporation this 31st day of March 2003.



\_\_\_\_\_  
NOTARY PUBLIC, State of  
Florida at large.  
My commission expires:

FILED  
03 APR -1 AM 9:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act. First that **SDLH Perfumes, Inc.**, deciding to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Miami-Dade, State of Florida has named **Omaira Valenzano**, located at 175 Fontainebleau Blvd., Suite 1-B, Miami, State of Florida, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

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

By: *Omaira Valenzano*  
Omaira Valenzano

Date: 3/31/03