

P040000/5382

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12/05/03--01062--008 **131.25

FILED
04 JAN 22 PM 5:07
CLERK OF THE STATE
TALLAHASSEE, FLORIDA

Handwritten signature

Liza Marie Norona
575 Crandon Boulevard #809
Key Biscayne, Florida 33149

November 28, 2003

Secretary of State
Florida Division of Corporations
Tallahassee, Florida 32314

Re: SCENTS 4 LESS, INC.

Gentlemen:

Enclosed are two (2) original executed Articles of Incorporation for the above-captioned corporation. Also enclosed is our check in the amount of \$131.25 for the following fees:

Filing Fees	\$35.00	
Certified Copies		\$52.50
Registered Agent Designation	\$35.00	
Certificate of Good Standing	\$8.75	
TOTAL	\$131.25	

Please return a certified copy of the Articles of Incorporation to the undersigned as soon as they are filed.

Very truly yours,



Liza Marie Norona.

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 10, 2003

LIZA MARIE NORONA
575 CRANDON BOULEVARD #809
KEY BISCAVNE, FL 33149

SUBJECT: SCENTS 4 LESS, INC.
Ref. Number: W03000037417

We have received your document for SCENTS 4 LESS, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 903A00066366

ARTICLES OF INCORPORATION OF
SCENTS 4 LESS, INC.
ARTICLE I.

CORPORATE NAME

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation shall be: SCENTS 4 LESS, INC.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III. CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: Liza Marie Norona, 575 Crandon Boulevard #809, Key Biscayne, Florida 33149.

ARTICLE V. MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be 575 Crandon Boulevard #809 Key Biscayne, Florida 33149.

ARTICLE VI. BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII. INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name
Liza Marie Norona

Address
575 Crandon Boulevard #809
Key Biscayne, Florida 33149

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

**INITIAL WRITTEN CONSENT OF
THE DIRECTOR(S) AND SHAREHOLDER(S) OF
SCENTS 4 LESS, INC.**

The undersigned, being all Director(s) and Shareholder(s) of SCENTS 4 LESS, INC., a Florida corporation (the "Corporation"), by their signature(s) hereto, pursuant to Sections 607.0821 and 607.0704 of the Florida General Corporation Act, hereby waive(s) all notice of the time, place and objects of a meeting of directors and shareholders, and consent(s) to, approve(s) and adopt(s) the following corporate acts:

BE IT RESOLVED, that the Articles of Incorporation of the Corporation, as duly filed and recorded in the office of the Florida Secretary of State, and in respect of which all appropriate fees and taxes have been paid and a receipt therefore has been issued by said Secretary of State, copies of which are filed herewith and made a part hereof for all purposes, be and are hereby ratified, confirmed, approved and adopted; and be it

FURTHER RESOLVED, that the by-laws of the Corporation, a copy of which is filed herewith and hereby made a part hereof for all purposes, be and are hereby ratified, confirmed, approved and adopted; and be it

FURTHER RESOLVED, that the Certificates of the capital stock of the Corporation be in the form and content as filed herewith and hereby made a part hereof; and be it

FURTHER RESOLVED, that the form impressed below shall serve as and for the seal of the Corporation; and be it

FURTHER RESOLVED, that the Director(s) of the Corporation shall be Liza Marie Norona who shall continue to serve as such until his successor is duly elected and qualified; and be it

FURTHER RESOLVED, that Liza Marie Noronashall serve as President, Secretary and Treasurer of the Corporation and shall continue to serve as such until his/her successor(s) is/are duly elected and qualified; and be it

FURTHER RESOLVED, that the Treasurer of the Corporation be and is hereby authorized, empowered and directed to open appropriate corporate bank accounts and deposit therein all funds of the Corporation, all drafts, checks and notes of the Corporation payable on said account or accounts to be made in the corporate name, and a copy of the printed form of each pertinent banking Resolution shall be appended hereto and made a part hereof; and be it

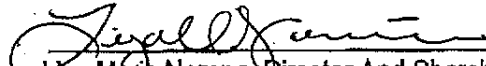
FURTHER RESOLVED, that the following persons/entities shall be issued the following shares of Common Stock of the Corporation:

<u>Shareholder</u>	<u># Shares</u>	<u>Consideration</u>
Liza Marie Norona	100	\$1,000

after payment to the Corporation of the above consideration; and be it

FURTHER RESOLVED, that the Officers of the Corporation are hereby authorized and directed to take such actions and execute such documents as may be necessary or appropriate to implement the foregoing resolutions.

EXECUTED this 13 day January 04.


Liza Marie Norona, Director And Shareholder

ARTICLE VIII. INCORPORATOR

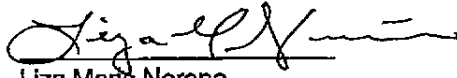
The name and post office address of the Incorporator executing these Articles of Incorporation is: Liza Marie Norona, 575 Crandon Boulevard #809, Key Biscayne, Florida 33149.

IncorporatorAddress

Liza Marie Norona

575 Crandon Boulevard #809, Key Biscayne, Florida 33149.

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Liza Marie Norona

STATE OF FLORIDA

:

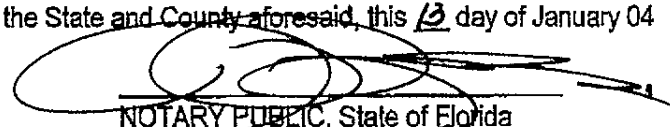
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COUNTY OF DADE

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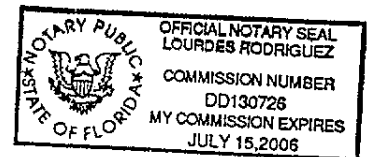
BEFORE ME, the undersigned authority, appeared Liza Marie Norona, who is personally known to me or who has produced _____ as identification, and acknowledged that he executed said Articles of Incorporation, and who did take an oath.

WITNESS my hand and seal in the State and County aforesaid, this 13 day of January 04

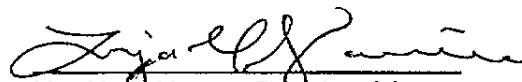

NOTARY PUBLIC, State of Florida

Print Name: Lourdes Rodriguez

My Commission Expires:



The undersigned hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


Liza Marie Norona, Registered Agent

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CLERK OF STATE
TALLAHASSEE, FLORIDA