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Fax Number : (850)205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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FLORIDA PROFIT CORPORATION OR P.A.**A&R Fragrance, Inc.**

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
A&R Fragrance, Inc.

Article II. Address

The Corporation's mailing address is:
A&R Fragrance, Inc.
1928-A Harrison Street
Hollywood FL 33020

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Stephen J. Thomas
2 South Biscayne Blvd., Ste. 2300
Miami FL 33131

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Angelique Figueroa

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Gregorio A. Dickson, Esq. | FL Bar Member
Pinkert Law Firm PA
19 Flagler Street
Suite 620
Miami FL 33131
305-579-5500

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Gregorio A. Dickson, Esq.
19 Flagler Street
Suite 620
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on March 10, 2005.

The undersigned incorporator executed these Articles of Incorporation on March 10, 2005.



GREGORIO A. DICKSON, ESQ.
by F.E. Cammarata as attorney-in-fact

Gregorio A. Dickson, Esq. | FL Bar Member
Pinkert Law Firm PA
19 Flagler Street
Suite 620
Miami FL 33131
305-579-5500

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

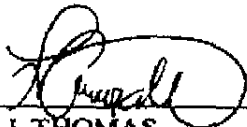
A&R Fragrance, Inc.

REGISTERED AGENT/OFFICE:

**Stephen J. Thomas
2 South Biscayne Blvd., Ste. 2300
Miami FL 33131**

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



STEPHEN J. THOMAS
by F.E. Cammarata as attorney-in-fact

Date: March 10, 2005

**Gregorio A. Dickson, Esq. 1 FL Bar Member
Pinkert Law Firm PA
19 Flagler Street
Suite 620
Miami FL 33131
305-579-5500**

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