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SEP 17 2015

T SCHROEDER

CORPORATION SERVICE COMPANY
1201 Hays Street
Tallahassee, FL 32301
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 786495 4368190

AUTHORIZATION :

Spuddelema

COST LIMIT : \$ 10.00

ORDER DATE : September 16, 2015

ORDER TIME : 3:12 PM

ORDER NO. : 786495-005

CUSTOMER NO: 4368190

DOMESTIC FILING

NAME: DAVIDOFF OF GENEVA USA ONLINE,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender - EXT. 62956

EXAMINER'S INITIALS: _____

**ARTICLES OF INCORPORATION
OF
DAVIDOFF OF GENEVA USA ONLINE, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be: Davidoff of Geneva USA Online, Inc.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office of the corporation, and the mailing address of the corporation, shall be 3001 Gateway Centre Parkway, Pinellas Park, Florida 33782.

ARTICLE III

Purpose and Duration

The purpose for which the corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act, and any amendments thereto, and in connection therewith, the corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

ARTICLE IV

Capital Stock

The number of shares of stock which the corporation shall have authority to issue is two hundred (200) shares, all of which are without par value, and all of which shall be of the same class and designated as Common Stock.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 3001 Gateway Centre Parkway, Pinellas Park, Florida 33782, and the initial registered agent of the corporation at such office shall be Diane Kalambokas. The corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

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ARTICLE VI
Incorporator

The name and street address of the incorporator making these Articles of Incorporation is Scott F. Brown, Edmonds & Co., P.C., 501 Fifth Avenue, 19th Floor, New York, New York 10017.

ARTICLE VII
By-Laws

The power to adopt the by-laws of the corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of the corporation.

ARTICLE VIII
Amendment of Articles of Incorporation

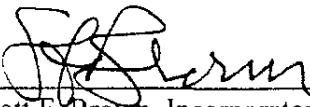
The corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the shareholders herein are subject to this reservation.

ARTICLE IX
Indemnification

The corporation shall, to the fullest extent permitted under the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have the power to indemnify under said Act, including without limitation directors, officers, employees and agents of the corporation, from and against any and all of the expenses, liabilities and other matters referred to in, and/or covered by, said Act, in accordance with the provisions and limitations of such Act.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated.

DATED: September 10, 2015.



Scott F. Brown, Incorporator

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ACCEPTANCE OF SERVICE AS REGISTERED AGENT

I, the undersigned, having been named as registered agent to accept service of process for the above-stated corporation at the registered office designated in these Articles of Incorporation, hereby state that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATED: September 10, 2015.


Diane Kalambokas, Registered Agent

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