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CARMAN AND SMITH, P.A.
ATTORNEYS AND COUNSELORS AT LAW
165 E. PALMETTO PARK ROAD
BOCA RATON, FLORIDA 33432

DEBORAH A. CARMAN
ANDREW M. SMITH

TELEPHONE
BOCA RATON: (407) 382-7031
BROWARD: (305) 481-9777
PALM BEACH: (407) 736-7210
FAX: (407) 750-3000

January 9, 1994

Secretary of State
Corporations Division
P.O. Box 6327
Tallahassee, FL. 32314

500001380385
-01/13/95--01106--017
****122.50 ****122.50

RE: BRIDAL SALON OF BOCA, INC.
Our File No.: PB-13162

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation for the above captioned corporation together with a check in the amount of \$122.50, representing filing fees, registered agent fee, and \$52.50 for certified copy. Kindly provide us with confirmation of approval at your earliest convenience.

Thank you for your attention to this matter.

Very truly yours,

Deborah A. Carman
Deborah A. Carman

DAC/sm
enclos.

FILED
95 JAN 12 PM 12:02
TALLAHASSEE, FLORIDA

BROWN JAN 17 1995

ARTICLES OF INCORPORATION
OF
BRIDAL SALON OF BOCA, INC.

FILED
95 JAN 12 PM 12:02
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this corporation is: BRIDAL SALON OF BOCA, INC.

ARTICLE II
DURATION

The term of existence of the corporation is perpetual.

ARTICLE III
PURPOSE

The purpose for which the corporation is organized is the transaction for any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida. These shall include but not be limited to, the power to sue and be sued, complain and defend in its corporate name in all actions and proceedings, and to have a Corporate Seal. The Corporation may also purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use or otherwise deal in or with real or personal property or any interest therein wherever situated. It shall have the power to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of any or all of its property, franchises and income. It may conduct its business, carry on its operations, and have officers and exercise the powers

granted by this act within and without the State of Florida.

It may elect and/or appoint officers and agents and define their duties and fix their compensation. It may make and alter by-laws in any way consistent with these Articles of Incorporation and the laws of the State for the administration and regulations of the affairs of the Corporation. The Corporation shall have the power to make donations to the public welfare or for charitable, scientific, or educational purposes. It shall have the power to transact any lawful business which the Board of Directors shall find to be in aid of Government Policy. The Corporation shall further have the power to pay pensions and establish pension plans, and other incentive plans for any and all its Directors, Officers and Employees and for any and all of the Directors, Officers and Employees of its subsidiaries. It may be a promoter, incorporator, general partner, limited partner, member, associate or manager of any corporation, partnership, limited partnership, joint venturer, trust or enterprise. The Corporation shall have the further power to purchase, take, receive, subscribe for, or otherwise acquire, own, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with shares or other interest in or obligations of other domestic and foreign corporations, association, partnerships and individuals including the direct and indirect obligations to the United States or any government, state, territory or other governmental body. The Corporation shall have the power to have and to exercise all powers necessary or convenient to effect its purpose.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue is 100 shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial corporate office of this corporation is: 151 SE 1st Avenue, Boca Raton, Florida 33432. The registered office of this corporation is:

165 East Palmetto Park Road, Boca Raton, Florida 33432.

The name of the initial registered agent of this corporation at that address is: DEBORAH A. CARMAN, ESQUIRE.

ARTICLE VII

DIRECTORS

This corporation shall initially have two (2) directors.

The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

HANS PIETSCH
151 SE 1st Avenue
Boca Raton, Florida 33432

L. KAY PIETSCH
151 SE 1st Avenue
Boca Raton, Florida 33432

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is:

HANS PIETSCH
151 SE 1st Avenue
Boca Raton, Florida 33432

ARTICLE IX

OFFICERS

The initial officers of the corporation shall be:

President/Treasurer:	HANS PIETSCH
Vice President/Secretary:	L. KAY PIETSCH

ARTICLE X

COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on:

Upon receipt by the Secretary of State

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Articles of Incorporation, to any amendment hereto, and any rights conferred upon the stockholders are subject to this reservation.

IN WITNESS WHEREOF, I have subscribed my name this 5th
day of January, A.D., 1995.

Hans Pietsch
INCORPORATOR

STATE OF FLORIDA

COUNTY OF BROWARD

On this 5th day of January, A.D., 1995,
before me, a Notary Public for the State of Florida the under-
signed officer personally appeared HANS PIETSCH, known to me to be
the person whose name is subscribed to in the within instrument,
and acknowledges he executed the same for the purposes therein
contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Sandra H. Murphy
Notary Public

My Commission Expires:

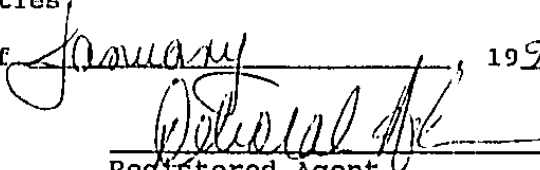


SANDRA H. MURPHY
My Commission CC400525
Expires Sep. 20, 1998

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article VI of those Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of its duties.

Dated this 5th day of January, 1995.



Registered Agent
DEBORAH A. CARMAN, ESQ.

FILED
95 JAN 12 PM 12:02
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 (904) 222-1222

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NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Bridal Sales of

Boca, Rincón

Capital _____
 Art. of Amend. _____
 Corp. Record Search _____
 Ltd. Partnership File _____
 Foreign Corp. File _____
☒ () Cert. Copy(s) _____
☒ Art. of Amend. File _____
 Dissolution/Withdrawal _____
 C U S _____
 Fictitious Name File _____

Name Reservation **900001538779**
 Annual Report/Reinstatement **7/17/95--01021--029**
 Reg. Agent Service *******87.50 *****87.50**
 Document Filing _____

Corporate Kit _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 File No.'s, _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prop. _____
 FAX () _____ pgs. _____

95 JUL 17 AM 11:46
 STATE OF FLORIDA
 TALLAHASSEE

RECEIVED

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

RA Resign

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	<u>AAK</u>	_____	_____

WALK-IN
 Will Pick Up 7-17 1200

RESIGNATION OF REGISTERED AGENT

FILED
95 JUL 17 AM 11:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

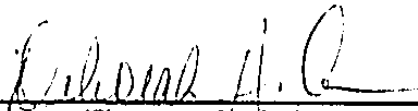
Florida Statutes, the undersigned, DEBORAH A. CARMAN, ESQUIRE

(Name of registered agent)

hereby resigns as Registered Agent for BRIDAL SALON OF BOCA, INC.

(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.
The agency is terminated and the office discontinued on the 31st day after the date on which
this statement is filed.



(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation