

DOCUMENT PREPARATION, INC.

2715 N. Cocoa Boulevard (US 1)
Cocoa, Florida 32922
(407) 633-9353



99500020334

Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

RE: HIS & HERS, INC.

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation for HIS & HERS, Inc. Please file the original and return a certified copy to the undersigned at the address below.

Also enclosed is check #2434 in the amount of \$122.50.

On March 8, 1995, the name availability was checked with your office for His & Hers, Inc. and was confirmed as being available. Please apply the check for \$122.50 for this name.

Sincerely,

Leslie Pittman

Leslie Pittman
2715 N. Cocoa Blvd. (US 1)
Cocoa, Florida 32922

Enclosure

FILED
95 MAR 13 AM 8:24
SECRET
TALLAHASSEE, FLORIDA

T. BROWN MAR 14 1995

ARTICLES OF INCORPORATION
OF
HIS & HERS, INC.

FILED
95 MAR 13 AM 8 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be HIS & HERS, INC.

ARTICLE TWO: DURATION: The term of existence of the corporation shall be perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. HIS & HERS, INC. also may own, buy and sell parts or all of other businesses, real estate and investments; conduct research; develop equipment; design, construct, own, sell and lease equipment; and hold patents. HIS & HERS, INC., may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is 100 shares, all of which shall be common shares with no par value.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 6760 N. Cocoa Blvd. #3108, Cocoa, Florida 32927, and the name of the Registered Agent is CHARLES C. DAVIS.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than one (1) and no more than four members. The names and addresses of the initial Board of Directors are:

Charles C. Davis
6760 N. Cocoa Blvd. #3108
Cocoa, Florida 32927

Mary R. Davis
6760 N. Cocoa Blvd. #3108
Cocoa, Florida 32927

ARTICLE SEVEN: INCORPORATORS: The incorporator(s) of the corporation and the subscriber to these Articles of Incorporation is/are:

Charles C. Davis
6760 N. Cocoa Blvd. #3108
Cocoa, Florida 32927

Mary R. Davis
6760 N. Cocoa Blvd. #3108
Cocoa, Florida 32927

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

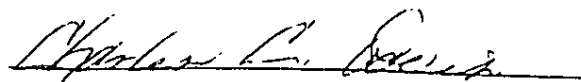
ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is: 6760 N. Cocoa Blvd. #3108, Cocoa, Florida 32927 and the mailing address is the same.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

HIS & HERS, INC., a Florida corporation, pursuant to Florida Statute §48.091, and its Articles of Incorporation, hereby designates **CHARLES C. DAVIS** whose address is 6760 N. Cocoa Blvd. #3108, Cocoa, Florida 32927 as its Registered Agent and Registered Office for the service of process as required by law.

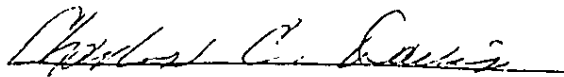
ACCEPTANCE


I, CHARLES C. DAVIS, of 6760 N. Cocoa Blvd. #3108, Cocoa, Florida 32927 having been named in the foregoing Designation of Registered Agent by HIS & HERS, INC., a Florida corporation, and being fully advised and apprised of the duties of a Resident Registered Agent for the service of process as prescribed by Florida Statute §48.091, do hereby accept said designation and agree to accept service of process as Resident Registered Agent, to keep the office open during prescribed hours, to post my name in a conspicuous place in the office as required by law and to otherwise comply with the obligations of a Resident Registered Agent to maintain a Registered Office as heretofore indicated.


CHARLES C. DAVIS, Registered Agent

DATED this 9th day of March, 1995.

IN WITNESS WHEREOF, I have subscribed my name this 9th day of March, 1995.


CHARLES C. DAVIS, Incorporator


MARY R. DAVIS, Incorporator