



ACCOUNT NO. : 07210000003

REFERENCE : 622906 11102A

AUTHORIZATION :

COST LIMIT : 0

ORDER DATE : June 20, 1995

ORDER TIME : 10:49 AM

ORDER NO. : 622906

CUSTOMER NO: 11102A

CUSTOMER: Ivan M. Leifkovitz, Esq
IVAN M. LEFKOWITZ, ESQ

430 North Mills Avenue

Orlando, FL 32803

40000015177814
-06/20/95--01078--010
****122.50 ****122.50

EFFECTIVE DATE
JUN 19 1995

DOMESTIC FILING

NAME: B.T.C. DISTINGUISHED FRENCH
GIFTS, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

FILED
JUN 20 PM 1:07
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

T. BROWN JUN 20 1995

LEFKOWITZ, KOLTUN & TOPHAM, P.A.

ATTORNEYS AND COUNSELORS AT LAW

430 NORTH MILLS AVENUE

ORLANDO, FLORIDA 32803

IVAN M. LEFKOWITZ *

JEFFREY M. KOLTUN **

OWEN B. TOPHAM *

TELEPHONE (407) 425-1974

FACSIMILE (407) 425-1981

*** BOARD CERTIFIED IN TAXATION AND
MASTER OF LAWS IN ESTATE PLANNING
** ALSO ADMITTED IN OHIO AND KENTUCKY
* ALSO ADMITTED IN MASSACHUSETTS**

June 19, 1995

VIA HAND DELIVERY

**Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314
Attn: Corporations Division**

**Re: B.T.C. Distinguished French Gifts, Inc.
Effective Date: June 19, 1995**

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of this proposed corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Also enclosed is a certificate designating place of business or domicile for service of process within this State, naming agent upon whom process may be served.

A check is has been provided in the total amount of \$122.50 to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify and return it to the courier of CSC Networks, Inc., who has hand delivered the enclosures to your office.

Yours very truly,


Ivan M. Lefkowitz

IML:sr

Enclosures

cc: Ms. Nicole C. Parent

EFFECTIVE DATE
JUN 19 1995

FILED
95 JUN 20 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
B.T.C. DISTINGUISHED FRENCH GIFTS, INC.

ARTICLE I - NAME

The name of this corporation is B.T.C. DISTINGUISHED FRENCH GIFTS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on the date of execution of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of this corporation shall be:

430 North Mills Avenue
Orlando, Florida 32803

The name of the initial registered agent of this corporation at that address shall be:

IVAN M. LEFKOWITZ

The street address of the corporate offices shall be:

2890 Middleton Circle
Kissimmee, Florida 34743

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. This corporation shall have one (1) director initially. This number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The name and address of the initial director and officer of this corporation are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
NICOLE C. PARENT	2890 Middleton Circle Kissimmee, FL 34743	President/ Secretary/ Treasurer/ Director

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles are:

<u>Name</u>	<u>Address</u>
IVAN M. LEFKOWITZ	430 North Mills Avenue Orlando, Florida 32803

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19 day of June, 1995.


IVAN M. LEFKOWITZ

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
95 JUN 20 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

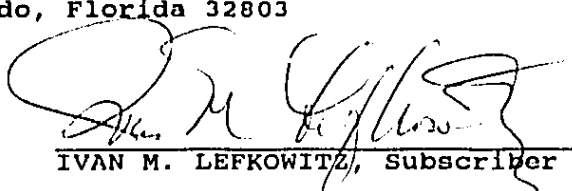
1. The name of the corporation is:

B.T.C. DISTINGUISHED FRENCH GIFTS, INC.

2. The name and address of the registered agent and office is:

IVAN M. LEFKOWITZ
430 North Mills Avenue
Orlando, Florida 32803

Date: 6/19, 1995

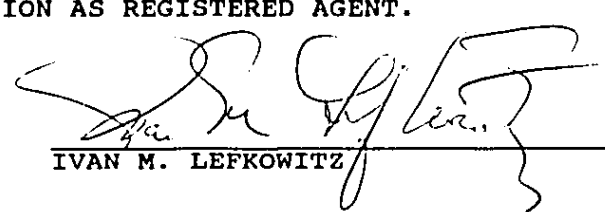


IVAN M. LEFKOWITZ, Subscriber

ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Date: 6/19, 1995



IVAN M. LEFKOWITZ