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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: MIDSTATE LEGAL SUPPLY CORP.
4435 OLD WINTER GARDEN RD

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

ORLANDO FL 32811-

CONTACT: DAVID ALMEIDA

PHONE: (407) 299-8220

FAX: (407) 291-8812

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: BEBE FLOOR CARE SALES CONSULTANTS, INC.

FAX AUDIT NUMBER: H98000003220

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/08/1998

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3/7

11:00 AM 03/08/98

95 MAR -6 PM 3:30

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MAR-06-1996 14:57

BLUMBERG/EXCELSIOR(FL)
AUDIT #H96000003220

407 291 6912 P.02/03

**ARTICLES OF INCORPORATION
OF**

BEBE FLOOR CARE SALES CONSULTANTS, INC.

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95 MAR -6 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is BEBE FLOOR CARE SALES CONSULTANTS, INC.
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 4435 OLD WINTER GARDEN ROAD, ORLANDO, FL 32802 and the name of its initial registered agent at such address is XL CORPORATE SERVICES, INC..
6. The number of directors constituting the initial board of directors is One and the name and address of each person who is to serve as a member thereof is as follows:
BETRICE ZOLOTOROF 8040 MUIRHEAD CIRCLE BOYNTON BECH, FL 33437
7. The name and address of the sole incorporator is: Robert Aratingi, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/06/96

ROBERT ARATINGI
c/o XL Corporate Services, Inc.
62 White Street
New York, NY 10013
(800) 221-2972


Robert Aratingi
Sole Incorporator

AUDIT #H96000003220

MYR-06-1996 14157

BLUMBERG/EXCELSIOR(FL)

407 291 6912 P.03/03

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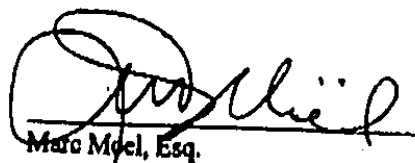
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of BEBE FLOOR CARE
SALES CONSULTANTS, INC., the within named corporation.

Dated: 3/6/96



Marc Moel, Esq.
Assistant Secretary for
XL CORPORATE SERVICES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA