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STATE OF FLORIDA

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409 EAST GAINES STREET

FT LAUDERDALE FL 33302-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: THE BRITISH EMPORIUM (RETAIL), INC.

FAX AUDIT NUMBER: H96000006372

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**ARTICLES OF INCORPORATION
OF
THE BRITISH EMPORIUM (RETAIL), INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation shall be:

The British Emporium (Retail), Inc.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of this Corporation is 7300 West Camino Real, Boca Raton, Florida, 33433.

**ARTICLE III
AUTHORIZED SHARES**

The total authorized capital stock of this Corporation shall consist of 1,000 shares of Common Stock, par value \$.01 per share.

**ARTICLE IV
ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 200 East Broward Boulevard, Fort Lauderdale, Florida, 33301; and the initial registered agent of this Corporation at that address shall be Robert G. Schrader.

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Prepared by:

Robert G. Schrader, Esq., FL Bar #0689564
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6660

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**ARTICLE V
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Robert G. Schrader
200 East Broward Boulevard
Fort Lauderdale, Florida 33301

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 6th day of May,

1996.


Robert G. Schrader, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Robert G. Schrader, Registered Agent

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TALLAHASSEE, FLORIDA

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Prepared by:

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