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May 4, 1996

FILED
DIVISION OF CORPORATIONS
36 MAY - 9 PM 3:04

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
Attention: Dana Farmer
Document Specialist

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*****70.00 *****70.00

Dear Dana:

In early April you provided me with one day turnaround on the filing of Articles of Organization for a new Florida limited liability company, Elegant Expressions, L.C. Unfortunately, I have now been advised that I should have formed a corporation. In order to do so, enclosed for filing are (i) Articles of Incorporation of Olive Oyl, Inc. and (ii) the certificate of registered agent. My check, in the amount of \$70 made payable to the Florida Department of State, is also enclosed to pay for the \$35 filing fee for the Articles of Organization and the \$35 filing fee for the certificate of registered agent.

I would sincerely appreciate it if you could again provide me with one day turnaround with respect to these filings by making these filings for me on Monday and returning proof of filing, including the enclosed conformed copy of them with a file-stamp on the same, to me in the enclosed Federal Express envelope. Please call me collect at (713) 546-5093 with any questions you may have concerning this matter. Thanks again for your assistance.

Very truly yours,

Barbara Ann Leavine

Barbara Ann Leavine

Enclosures

31
5/8

ARTICLES OF INCORPORATION
OF
OLIVE OYL, INC.

RECEIVED
SECRETARY OF CORPORATIONS
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I, the undersigned, a natural person of the age of eighteen years or more, acting as incorporator of a corporation organized under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

1. **NAME.** The name of the Corporation is Olive Oyl, Inc. (the "Corporation").

2. **ADDRESS.** The street address of the initial principal office and the mailing address of the Corporation is 1221 Magdalene Grove Avenue, Tampa, Florida 33613-2024.

3. **SHARES; PREEMPTIVE RIGHTS.** The aggregate number of shares the Corporation is authorized to issue is 1,000 shares of \$.01 par value each. The shares are designated as common stock and each share of stock shall have identical rights and privileges in every respect. The Corporation elects to have preemptive rights and all shareholders shall have full preemptive rights.

4. **REGISTERED OFFICE AND AGENT.** The street address of the Corporation's initial registered office is 1221 Magdalene Grove Avenue, Tampa, Florida 33613-2024 and the name of its initial registered agent at that office is Thomas G. Campbell.

5. **PURPOSE.** The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

6. **BYLAWS.** The initial bylaws shall be adopted by the Board of Directors. The shareholders of the Corporation hereby delegate to the Board of Directors power to adopt, alter, amend or repeal the bylaws of the Corporation; provided, however, that such bylaws may be altered, amended or repealed by a majority vote of the shareholders at any regular or special meeting, and provided, further, that notice of the proposed alteration, amendment or repeal is contained in the notice of such meeting.

7. **SHAREHOLDERS VOTE.** (a) With respect to any action to be taken by the shareholders of the Corporation, the proposed action shall be adopted upon receiving the affirmative vote of at least a majority of the outstanding shares entitled to vote thereon.

(b) Any action required to be taken at any annual or special meeting of the shareholders, or any action which may be taken at any annual or special meeting of the shareholders, may be taken without a meeting, without prior notice, and without a vote, if consent or consents in writing, setting forth the actions so taken, shall be signed by the holder or holders of shares having not less than the minimum number of votes that would be necessary to take such action at a meeting at which the holders of all shares entitled to vote on the action were present and voted.

8. **INDEMNIFICATION.** The Corporation shall indemnify, to the extent provide in this Section 7, (i) any director, officer, agent or employee of the Corporation, (ii) any former director, officer, agent or employee of the Corporation, and (iii) any person who may have served at the Corporation request as a director, officer, agent or employee of another corporation in which the Corporation owns or has owned stock, or of which it is or has been a creditor. The indemnification provided for herein shall be to the full extent allowable or required by the provisions of Section 607.0850 of the Florida Business Corporation Act, as now or hereafter amended. These rights of indemnification and reimbursement shall not be exclusive of any other rights to which such person may be entitled by law, bylaw, agreement, shareholders' vote or otherwise; provided, however, that such additional rights of indemnification and reimbursement are not expressly made void by the provisions of Section 607.0850 of the Florida Business Corporation Act.

9. **INITIAL DIRECTORS.** The number of directors constituting the initial board of directors is four and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name

Address

Joan A. Campbell

1221 Magdalene Grove Avenue
Tampa, Florida 33613-2024

Thomas G. Campbell	1221 Magdalene Grove Avenue Tampa, Florida 33613-2024
Barbara Ann Leavine	505 Bayland Houston, Texas 77009
Wilburn W. Leavine	505 Bayland Houston, Texas 77009

10. INCORPORATOR. The name and address of the incorporator is Barbara Ann Leavine, 505 Bayland, Houston, Texas 77009.

this 3d IN WITNESS WHEREOF, I have hereunto set my hand
day of May, 1996.

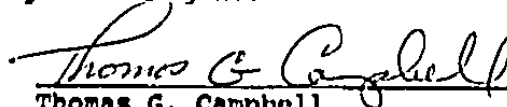
Barbara Ann Leavine
Barbara Ann Leavine
Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 (3), FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Olive Oyl, Inc.
2. The name and address of the registered agent and office is Thomas G. Campbell, 1221 Magdalene Grove Avenue, Tampa, Florida 33613-2024.

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 provided for in Section 607.0505, Florida Statutes of my position as registered agent.



Thomas G. Campbell

Dated as of May 3, 1996

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