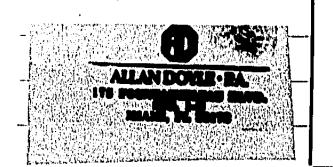
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Office Use Only

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			Reinstatement			
		<u></u>	Trademark			
			Other			

Examiner's Initials

Dmc 6-14-96



June 14, 1996

ALLAN DOYLE P.A. 175 FOUNTAINBLEAU BLVD. SUITE 1-B MIAMI, FL 33172

SUBJECT: SARA'S FRAGRANCES, LTD.

Ref. Number: W96000012721

We have received your document for SARA'S FRAGRANCES, LTD. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 196A00029671

FILED
96 JUN 25 PH 12: 02

ARTICLES OF INCORPORATION OF SARA'S FRAGRANCES, L'TD. CO.,

The undersigned subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: SARA'A FRAGRANCES, LTD. CO.,

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand(1,000) shares of common stock having a par value of one (\$1.00) per share.

The capital stock may be paid in money, property, labor, or services, at a just valuation to be fixed by the incorporators or by the directors at a meeting called for such purpose.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. INITIAL PRINCIPAL OFFICE

The initial office address and mailing address of this corporation in the State of Florida is:

233 N.W. 36th ST. Miami, Fl 33127

ARTICLE VI. DIRECTORS

This corporation shall have one directors initially. The number of directors may be increased, but not by more than three(3).

The corporation shall indemnify and hold harmless each person who shall serve at any time thereafter as a director or officer of the corporation, and any person who serves at the request of this corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become a director or officer, of the corporation, or by reason of any action alleged to have heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or claims of liability provided that no person shall be indemnified against, or be reimbursed for any expenses incurred in connection with any claim or liability as to which it shall be adjusted that such director or officer is liable for negligence or willful misconduct in the performance of his duties.

ARTICLE VII. INITIAL DIRECTORS & OFFICERS

The name and address of the members of the first Board of Directors and Officers are:

NAME

ADDRESS

Yosef Elul President/Director 3735 Picadilly Street Hollywood, Fl 33021

ARTICLE VIII. AMENDED

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholder's Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is Allan Doyle 175 Fountainebleau Blvd. Ste. 1-B. Miami, Fl. 33172

Incorporation Milan Doyle

IN WITNESS WHEREOF, the undersigned has hereunto set his(her) hand and seal this 11th Day of June 1996.

State of Florida)

)SS:
County of Dade)

BEFORE ME, the undersigned authority, personally appeared Allan Doyle, who executed the foregoing Articles of Incorporation this 11th day of June 1996.

SHARON DAVILA
COMMISSION & CC 421478
EXPIRES NOV 17, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

NOTARY PUBLIC, State of Florida at large.

My commision expires:

NOV. 174h, 1998

FILED

96 JUN 25 PH 12: 02

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMACE ASSECT FLORIDATION OF THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act. First that SARA'S FRAGRANCES, LTD. CO., deciding to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Miami, County of Dade, State of Florida has named Allan Doyle, located at 175 Fontainebleau Blvd., City of Miami, State of Florida, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply within the provision of said Act relative to keeping open said office.

By Man Doyle

Date: 6-11-46