

996000068787

SANDRA G. KRAWITZ, P.A.

ONE LINCOLN PLACE  
1900 GLADES ROAD, SUITE 337  
BOCA RATON, FLORIDA 33431

MEMBER FLORIDA AND  
WASHINGTON, D.C. BAR

TELEPHONE: 407 395 5010  
FACSIMILE: 407 394 3009

August 12, 1996

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\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Bureau of Corporate Records  
P.O. Box 6327  
Tallahassee, Florida 32301

Re: POLLY ESTHER'S OF SOUTH BEACH, INC.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the charges for filing fees, certification and registered agent.

Please return a "true certified copy" of the Articles of Incorporation showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

SANDRA G. KRAWITZ, P.A.

BY:

SANDRA G. KRAWITZ

SGK/ahm

8/19/96  
B

FILED  
JUN 15 1962  
FBI - MIAMI

**ARTICLES OF INCORPORATION  
OF  
POLLY ESTHER'S OF SOUTH BEACH, INC.**

I (we), the undersigned, a natural person(s) competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME OF CORPORATION**

The name of this Corporation shall be:

POLLY ESTHER'S OF SOUTH BEACH, INC.

**ARTICLE II  
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The total authorized capital stock of this Corporation is 100 shares of Common Stock, par value \$1.00 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

**ARTICLE IV  
TERM OF EXISTENCE**

The Corporation shall exist perpetually.

**ARTICLE V  
ADDRESS OF PRINCIPAL OFFICE IN THIS STATE**

The initial street address of the principal office of this Corporation in the State of Florida is 498 NE 9th Street, Boca Raton, FL 33432. The Board of Directors may from time to time move the principal office to another address in Florida.

ARTICLE VI  
INCORPORATOR

The name and street address of the incorporator of these articles is:

ARTHUR LESAVOY  
498 NE 9th Street, Boca Raton, FL 33432

ARTICLE VII  
DIRECTORS

The initial Board of Directors shall consist of three (3) persons. The names and addresses of the persons who will serve on the initial board of directors are as follows:

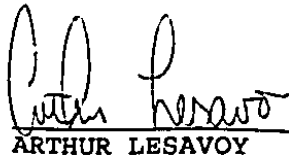
1. ARTHUR LESAVOY  
498 NE 9th Street, Boca Raton, FL 33432
2. Robert Watman 444 E. 86th Street #23B  
New York, NY 10028
3. Timothy Ouellette  
1 Irving Place V21G  
New York, NY 10003

ARTICLE VIII  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 498 NE 9th Street, Boca Raton, FL 33432, and the name of the initial registered agent of the Corporation at that address is ARTHUR LESAVOY.

ARTICLE IX  
COMMENCEMENT OF CORPORATE EXISTENCE

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence its corporate existence upon filing.

  
ARTHUR LESAVOY

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, appeared ARTHUR LESAVOY, who is personally known to me, and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of August, 1996.

My Commission Expires:  
**ALLISON MOYA**  
COMMISSION # CC621059  
EXPIRES NOV 28, 1997  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Allison Moya  
NOTARY PUBLIC, State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ARTHUR LESAVOY, desiring to organize under the laws of the State of Florida, with its Registered Office as indicated in the Articles of Incorporation at 498 NE 9th Street, Boca Raton, FL 33432, with ARTHUR LESAVOY as its Registered Agent, to accept service of process within this state, at that address.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Arthur Lesavoy  
ARTHUR LESAVOY

STATE OF FLORIDA  
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, appeared ARTHUR LESAVOY, to me personally known to be the person described as Registered Agent.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of August, 1996.

My Commission Expires:

**ALLISON MOYA**  
COMMISSION # CC621059  
EXPIRES NOV 28, 1997  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Allison Moya  
NOTARY PUBLIC, State of Florida