

ALLEN L. JACOBI
Attorney at Law
A Professional Association

FILED
JUL 15 1996
TALLAHASSEE, FL

P96000071905

August 14, 1996

Corporate Records Bureau
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-08/15/96--01093--011
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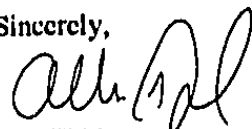
RE: Articles of Incorporation for Psychic Scents Inc.

Gentlemen:

Enclosed herewith please find an original and one copy of the article of Incorporation on the above proposed Florida corporation. Also mentioned is our check in the amount of \$122.50 representing payment for the cost of said articles.

Kindly forward a certified copy of said articles to the undersigned attorney. Thanking you in advance.

Sincerely,


ALLEN L. JACOBI

sh:
encl.



8/19/96


W96-17391



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 20, 1996

ALLEN L. JACOBI
11077 BISCAYNCE BLVD. STE 200
MIAMI, FL 33161

SUBJECT: PSYCHIC SCENTS INC.
Ref. Number: W96000017391

We have received your document for PSYCHIC SCENTS INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 996A00039498

**ARTICLES OF INCORPORATION
OF
PSYCHIC SCENTS FRAGRANCES, INC.**

I, the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be Psychic Scents Fragrances, Inc.

II

The purposes and general nature of the business to be transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which a part hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par value.

IV

The amount of capital with which this corporation shall begin business shall be \$500.00

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V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be at: 3800 North 38th Avenue, Hollywood, Florida 33021.

VII

The Board of Directors of this corporation shall consist of not less than one nor more than 1.

VIII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

NAME	ADDRESS	TITLE
Eric Lefkowitz	3800 N. 38th Ave. Hollywood, FL. 33021	President

VIII

The registered agent and the registered office for this corporation are: Eric Lefkowitz at 3800 N. 38th Ave., Hollywood, FL. 33021

X

The name and address of the subscriber to these articles of Incorporation, and the number of shares of stock each agrees to take, the total aggregate amount of which shall be the sum of \$500.00, the amount of capital with which this corporation shall begin business are as follows:

NAME	ADDRESS	SHARE
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Eric Lefkowitz

3800 N. 38th Ave.
Hollywood, FL. 33021

500

XI

The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

NAME	ADDRESS	TITLE
Eric Lefkowitz	3800 N. 38th Ave. Hollywood, FL. 33021	President

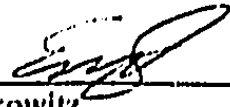
XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of three directors who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other office as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Article of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Eric Lefkowitz

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged these articles of Incorporation.


Eric Lefkowitz

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2006 AUG 27 PM 9:35
CLERK OF DISTRICT COURT
NORTH MIAMI, FLORIDA

STATE OF FLORIDA
COUNTY OF DADE)

I hereby certify that on this day personally appeared Eric Lefkowitz, to me well known to be the same described in and who executed these Articles of Incorporation, and acknowledged the articles to be the act and deed of the subscriber and that the facts set forth therein are true.

12TH WITNESS my hand and seal at North Miami, Florida, Dade County, this
day of AUGUST, 1996.

FL DRIVERS LIC
6123-204-60-049-0

EXPIRES 2/9/2001



RUSSELL A. SHEPHERD
My Commission CC377177
Expires Jun. 01, 1998