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TALLAHASSEE, FL 32301-2607
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OFFICE - 0387-1111

800-342-8086

796000083940



networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 114243 4303929

AUTHORIZATION :

Patricia Payette

COST LIMIT : \$ 122.50

ORDER DATE : October 9, 1996

ORDER TIME : 10:27 AM

ORDER NO. : 114243

CUSTOMER NO: 4303929

000001969580

CUSTOMER: Ms. Myrna Norman-golinsky
GREENBERG TRAUER HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
20th Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: REVLOVER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED
96 OCT -9 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -9 PM 12:19
DIVISION OF CORPORATION

W-21393
KR 10.9
10.11.96

GREENBERG

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Melvin N. Greenberg
(1928-1994)

Myrna Anne Norman
(305) 789-5375

October 8, 1996

Florida Division of Corporations
DOMESTIC CHARTER SECTION
P.O. Box 6327
Tallahassee, FL 32314

Re: REVLOVER, INC.

Enclosed herewith are three duly executed originals of ARTICLES OF INCORPORATION for the captioned corporation.

Also enclosed is a check in the amount of \$122.50 to cover the cost of filing and one certified copy. Please stamp the third copy and return to me.

Secretary of State
October 8, 1996
Page 2

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script, appearing to read "Myma Anne Norman".

Myma Anne Norman
Legal Assistant



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
96 OCT 10 PM 3 41
DIVISION OF CORPORATIONS

October 9, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: REVLOVER, INC.
Ref. Number: W96000021393

RESUBMIT
Please give original
submission date as file date.

We have received your document for REVLOVER, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Please list the street address of each officer/director. If the officer/director does not have a street address, list the mailing address and write (N/A).

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 196A00046077

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

REVLOVER, INC.

ARTICLE I

The name of the corporation is REVLOVER, INC. (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o RS Artists, 5252 La Gorce Drive, Miami Beach, Florida 33140.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$.01	common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the board of directors or persons authorized to do so by the Corporation's bylaws; or

(2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 5252 La Gorce Drive, Florida, 33140, City of Miami Beach, County of Dade, and the name of its initial registered agent at such office is Steven E. Goldman.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's bylaws. The number of directors constituting the initial Board of Directors is three (3), and the names of the members of the initial Board of Directors who are to serve as the Corporation's directors until their successors are duly elected and qualified are:

Jack Griego	c/o RS Artist 5252 La Gorce Drive Miami Beach, Florida 33140
Travis Tooke	Same as above
Andy Lord	Same as above

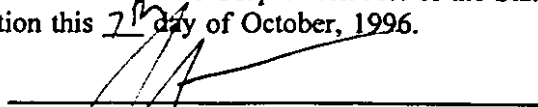
ARTICLE VII

The name of the Incorporator is Steven E. Goldman and the address of the Incorporator is 5252 La Gorce Drive, Miami Beach, Florida 33140.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

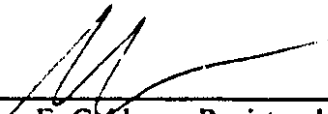
IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 7th day of October, 1996.



Steven E. Goldman
Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of REVLOVER, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes Section 607.0505.

By: 
Steven E. Goldman, Registered Agent

DATED: October 2, 1996.

FILED
96 OCT -9 AM 8:27
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TALLAHASSEE, FLORIDA