

P96000089521

10/30/96

EMPIRE CORPORATE KIT
FLORIDA DIVISION OF CORPORATIONS
ELECTRONIC FILING CO.

02/06

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((H96000015268 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: THE SAAVY SHOOPER, INC.

AUDIT NUMBER.....H96000015268

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

BST.CHARGE.. \$122.50

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EFFECTIVE DATE
10-25-96

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96 OCT 31 AM 8:23

COMMERCIAL
TALLAHASSEE, FLORIDA

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96 OCT 31 PM 9:07
TALLAHASSEE, FLORIDA

WALSH-23/82
P/13/194

OCT-30-1996 14:40

EMPIRE CORPORATE KIT

P.01/06



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 30, 1996

EMPIRE

SUBJECT: THE SAAVY SHOPPER, INC.
REF: W96000023103

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

The document is illegible and not acceptable for microfilming.

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) 487-6933.

Dana Calloway
Document Specialist

FAX Aud. #: B96000015268
Letter Number: 596A00050066

⑤

**ARTICLES OF INCORPORATION
OF
THE SAAVY SHOPPER, INC.**

H9600001526

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is The Saavy Shopper, Inc.

EFFECTIVE DATE
10-25-96

ARTICLE II

The term of the existence of the corporation is perpetual. The inception date of the corporation and the day it began operation is October 25, 1996.

ARTICLE III

The general purposes for which the corporation is organized are:

- 1) To engage in the business of selling apparel at wholesale.
- 2) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 3) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

The purposes of this corporation shall be carried out only through its directors.

ARTICLE IV

The aggregate number of shares of stock which the corporation is authorized to issue is One Hundred (\$ 100). Such shares shall be of a single class and shall have a par value of Five Dollars (\$ 5.00) per share.

LORN LEITMAN, P.A.

ATTORNEY AT LAW
7700 NORTH KENDALL DRIVE, SUITE 403
MIAMI, FLORIDA 33156

FLA BAR #562238

(305) 279. 8943

H96000015268

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ARTICLE V

The street address of the initial registered office and the principal place of business of the corporation is 7700 N. Kendall Drive, Suite 415, Miami- Florida 33156 and the name of the agent at such address is: LORN LEITMAN

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is Two (2). The name and address of the person/persons who is/are to serve as initial board are:

| <u>Name</u> | <u>Address</u> |
|------------------------------------|--|
| Lorn Leitman President/Director | 7700 N. Kendall Drive Suite 415 Miami, Florida 33156 |

ARTICLE VII

The name and address of the person signing these articles of incorporation is :

| <u>Name</u> | <u>Address</u> |
|--------------|---|
| Ted Benghiat | 12651 S. Dixie Highway Suite 204 Miami, Florida 33156 |

| <u>Name</u> | <u>Address</u> |
|-------------|---|
| Jack Soler | 12651 S. Dixie Highway Suite 204 Miami, Florida 33156 |

Executed by the undersigned at Miami, Dade County, Florida on this 25th day of October, 1996.


Lorn Leitman

H96000015268

H9600001526

**CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in
compliance with said Act:

First - That The Seavy Shopper
desiring 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 Lorn Leitman
(Name of Resident Agent)


located at 7700 N. Kendall Drive, Suite 415

City of Miami County of Dade

State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 with the provision of said Act relative to keeping open said office.



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ACCEPTANCE BY REGISTERED AGENT:

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.



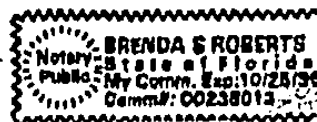
**STATE OF FLORIDA)
COUNTY OF DADE) : SS:**

Before me, the undersigned authority, personally appeared Loni Leitman to me well known to be the person who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 25 day of October, 1996.


Notary Public, State of Florida, at Large

My commission Expires:
10/25/96



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96 OCT 31 AM 9:06
CLERK OF STATE
TALLAHASSEE, FLORIDA

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NOV 17-1996

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8

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PUBLIC ACCESS SYSTEM
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((H96000015678 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: THE SAAVY SHOPPER, INC.

AUDIT NUMBER.....H96000015678

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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EST.CHARGE.. \$35.00

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Correction
11-7-96

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96 NOV -8 AM 8:05

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Caragone ✓
Anda

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 NOV -8 AM 10:49

FILED



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 6, 1996

THE SAAVY SHOPPER, INC.
7700 N. KENDALL DRIVE
SUITE 415
MIAMI, FL 33156

SUBJECT: THE SAAVY SHOPPER, INC.
REF: P96000089524

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The old corporate name should be in the heading of the document. The new name should be in the section entitled FIRST Amendment Adopted.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6902.

Linda Stitt
Corporate Specialist

FAX Aud. #: H96000015678
Letter Number: 496A00051026



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1996

THE SAAVY SHOPPER, INC.
7700 N. KENDALL DRIVE
SUITE 415
MIAMI, FL 33156

SUBJECT: THE SAAVY SHOPPER, INC.
REF: P96000089524

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

If you are changing the name of the corporation, please make a statement to that effect along with the new name in the section entitled "First".

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) 487-6908.

Steven Harris
Corporate Specialist

FAX Aud. #: H96000015678
Letter Number: 696A00051181

H96000015678

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

The Saavy Shopper, Inc.

(Present Name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

The Fashion Place, Inc..

H96000015268 Electronic Fax Number

P96000089324 Document Number

FILED
NOV-8 11:03:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

LORN LEITMAN, P.A.
7700 N. Kendall Drive, Suite 403
Miami, Florida 33156
Bar Number: 562238

THIRD: The date of each amendment's adoption: 11/4/96

Prepared By: Lorn Leitman
7700 N. Kendall Drive #403
Miami, FL 33156
305-279-8943
FBN. 562238

H96000015678

H460000/5678

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were _____
sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☒ The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this day 4th of November, 19 96

Signature

[Signature]
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Lorn Leitman

Typed or printed name

Incorporator

Title

H460000/5678