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Law Offices of  
Ronald S. Lowy, Esquire

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Ronald S. Lowy  
Sandra A. Piligian  
Donna J. Riven

David Alschuler  
Of Counsel

February 10, 1997

Secretary of State  
Division of Corporations  
The Capital  
Tallahassee, FL 32304

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-02/12/97--01031--014  
\*\*\*\*122.50 \*\*\*\*122.50

Re: OLIVIA'S AFFAIRS, INC.

Dear Sir/Madame:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above-named corporation.

In addition, a check in the amount of \$122.50 is enclosed, which represents the following fees:

Filing Fee.....	\$ 35.00
Certified Copy.....	\$ 52.50
Resident Agent Fee.....	\$ 35.00
<b>TOTAL.....</b>	<b>\$ 122.50</b>

Please file the original enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter will be greatly appreciated.

Sincerely yours,

LAW OFFICES OF RONALD S. LOWY

By:   
RONALD S. LOWY, ESQUIRE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 12 PM 1:18

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gf 2/14/97

CERTIFICATE OF INCORPORATION

OF

OLIVIA'S AFFAIRS, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 FEB 12 PM 1:15

The undersigned, RONALD S. LOWY, ESQUIRE, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is OLIVIA'S AFFAIRS INC., a Florida corporation.

ARTICLE II

PURPOSES

This corporation is organized for the purposes of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock which shall be designated as "Common Stock".

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$100.00.

ARTICLE V

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS OF CORPORATION

The initial address of the corporation is Post Office Box: 41-6043, Miami Beach, Fl 33141, and the name of the registered agent is Ronald S. Lowy, Esquire, 420 Lincoln Road, PH/7th Floor, Miami Beach, Florida 33139.

ARTICLE VII

INITIAL DIRECTORS

The name and address of the subscriber of these Articles of Incorporation, and the amount of shares subscribed for by said subscriber are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT</u>
Sarah Schubert	420 Lincoln Rd, PH Miami Beach, FL 33139	100	\$100.00

ARTICLE VIII

REGISTERED AGENT

The registered agent of the corporation shall be Ronald S. Lowy, Esquire, 420 Lincoln Road, PH/7th Floor, Miami Beach, Florida 33139.

**ARTICLE IX**

**AMENDMENT**

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

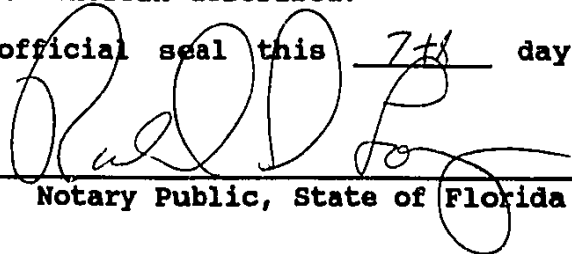
IN WITNESS WHEREOF, these Articles of Incorporation have been signed by the subscriber hereto this 7th day of February 1997.

  
\_\_\_\_\_  
SARAH SCHUBERT

STATE OF FLORIDA     )  
                                  ) SS  
COUNTY OF DADE     )

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgment and administer oaths, personally appeared SARAH SCHUBERT, who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the uses and purposes therein described.

WITNESS my hand and official seal this 7th day of February 1997.

  
\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:

 **RONALD S. LOWY**  
COMMISSION # CC 478123  
EXPIRES AUG 18, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FEB 12 PM 1:15

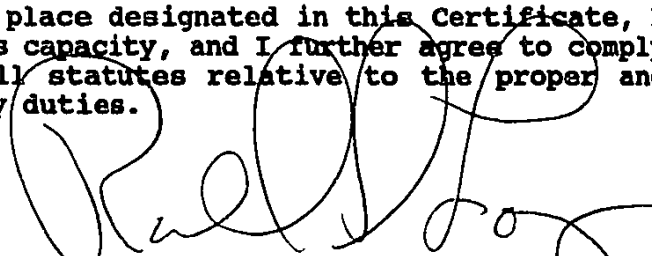
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

OLIVIA's AFFAIRS INC., is desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business in Miami, Florida, has named Ronald S. Lowy, Esquire, Resident Agent for the corporation, his office being located at 420 Lincoln Road, PH/7th, Miami Beach, Florida, 33139, as its agent to accept service of process within the State of Florida.

DATED this 7th day of February 1997.

  
\_\_\_\_\_  
SARAH SCHUBERT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS for the above-named 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.

  
\_\_\_\_\_  
RONALD S. LOWY, ESQUIRE

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