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CARROLL L. PAYNE  
10915 S.W. 71 LANE  
MIAMI, FLORIDA 33173  
Telephone (305) 274-0502  
fax (305) 279-7528

March 14, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000002117680--5  
-03/19/97--01032--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: VICTORIAN ELEGANCE, INC.

Dear Madam/Sir:

Enclosed is an original and one(1) copy of the articles of incorporation and my check for \$78.75.

Please return the copy and certificate to me at the address on the letterhead.

Thank you for your attention.

Sincerely,



Carroll L. Payne

FILED  
97 MAR 19 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature and date*  
3/18/97

ARTICLES OF INCORPORATION

OF

VICTORIAN ELEGANCE, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VICTORIAN ELEGANCE, INC.

The street address of the initial registered office of the corporation shall be 10915 S.W. 71 Lane, Miami, Florida 33173 and the mailing address of this corporation shall be 1000 N.W. 9<sup>th</sup> Street Circle, Unit 21, Miami, Florida 33173.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 10915 S. W. 71 lane, Miami, Florida 33173, and the name of the initial registered agent of the corporation at that address is Carroll L. Payne.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

ARTICLE VIII. OFFICERS AND DIRECTORS

The names and addresses of the initial officers and directors of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are elected or appointed are:

Helene Damiany-Chalvire  
President & Treasurer  
Director

1000 N.W. 9<sup>th</sup> Street Circle  
Unit 21  
Miami, Florida 33173

Marcia Cecilia Alvarez  
Vice President & Secretary  
Director

8235 Lake Drive  
Miami, Florida 33160

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

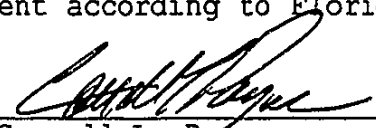
Carroll L. Payne  
10915 S. W. 71 Lane  
Miami, Florida, 33173

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand on this 10th day of March, 1997.

  
Carroll L. Payne

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Carroll L. Payne having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent according to Florida Statutes.

  
Carroll L. Payne