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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 356775 143821A

AUTHORIZATION : *Patricia Pizant*

COST LIMIT : \$ 70.00

ORDER DATE : May 6, 1997

ORDER TIME : 4:34 PM

ORDER NO. : 356775-005

CUSTOMER NO: 143821A

500002189055--2

CUSTOMER: Sheri Stein Charlse, Esq
SHERI STEIN CHARLSE, ESQ

19102 Cloister Lake Lane

Boca Raton, FL 33498

DOMESTIC FILING

NAME: LULU OF BOCA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tina M. Bartlett

EXAMINER'S INITIALS:

TALLAHASSEE, FLORIDA

97MAY-7 PM 9:19

DIVISION OF CORPORATION

97MAY-7 AM 9:14

RECEIVED

MAY 7 1997

ARTICLES OF INCORPORATION
OF
LULU OF BOCA, INC.

SEP 11 1997
971111-7 AM 9:19
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LULU OF BOCA, INC.

The address of the principal office of this corporation shall be 3013 Yamato Road, Suite B7, Boca Raton, Florida 33496, and the mailing address of the corporation shall be the same.

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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 3013 Yamato Road, Suite B7, Boca Raton, Florida 33496, and the name of the initial registered agent of the corporation at that address is Michele Hart.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as S Corporation as defined therein.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

Michele Hart
Pres./Dir.

3013 Yamato Road, Suite B7
Boca Raton, Florida 33496

ARTICLE VIII. INCORPORATOR

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

Michele Hart
3013 Yamato Road, Suite B7
Boca Raton, Florida 33496

IN WITNESS WHEREOF, the undersigned agent, MICHELE HART, has hereunto set her hand and seal on this 23rd day of April, 1997.

By: Michele Hart
MICHELE HART

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

Michele Hart, an individual, doing business at an 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 under Section 607.0505, Florida Statutes.

By: Michele Hart
MICHELE HART