

WAGNER, VAUGHAN & McLAUGHLIN

A PROFESSIONAL ASSOCIATION OF ATTORNEYS AT LAW

BILL WAGNER

CERTIFIED AS A CIVIL TRIAL LAWYER BY
THE NATIONAL BOARD OF TRIAL ADVOCACY
AND THE FLORIDA BAR
BOARD CERTIFIED AVIATION LAWYER

ROGER VAUGHAN

CERTIFIED AS A CIVIL TRIAL LAWYER BY
THE NATIONAL BOARD OF TRIAL ADVOCACY
AND THE FLORIDA BAR ADMIRALTY

JOHN McLAUGHLIN

CERTIFIED AS A CIVIL TRIAL LAWYER BY
THE NATIONAL BOARD OF TRIAL ADVOCACY
AND THE FLORIDA BAR ADMIRALTY

ALAN F. WAGNER

CERTIFIED AS A CIVIL TRIAL LAWYER BY THE FLORIDA BAR

RUTH WHETSTONE WAGNER

DENISE E. VAUGHAN

WEB BRENNAN

BOB VAUGHAN

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FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 JUN -2 PM 3 04

BAYSHORE OFFICE

601 BAYSHORE BOULEVARD
SUITE 910
TAMPA, FLORIDA 33606
TELEPHONE (813) 225-4000
FACSIMILE (813) 225-4010
E-MAIL: WagnerLaw@aol.com

COURTHOUSE OFFICE

708 JACKSON STREET
TAMPA, FLORIDA 33602
TELEPHONE (813) 223-7421
FACSIMILE (813) 221-0254

PLEASE REPLY TO:
BAYSHORE OFFICE

May 30, 1997

Florida Department of State
Sandra B. Mortham, Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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To Whom It May Concern:

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-06/02/97--0111--015
****122.50 ****122.50

Please accept the enclosed "Articles Of Incorporation Of Esprit des Aromas, Inc." for filing with the Secretary of State. I am also enclosing a check in the amount of \$122.50, payable to the Secretary of State for filing fee and return of a certified copy of the Articles of Incorporation. Kindly return the certified copy to the undersigned's attention.

Thank-you for your assistance.

English Translation
Spirit of Fragrances, Inc.

Sincerely,

Alan F. Wagner

/df
Encls.

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ARTICLES OF INCORPORATION
OF
ESPRIT des AROMAS, INC

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -2 PM 3:04

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is Esprit des Aromas, Inc., a Florida corporation.

ARTICLE II
Mailing Address

The mailing address is 4829 San Miguel, Tampa,, FL 33629

ARTICLE III
Stock

The corporation shall have authority to issue 100,000 shares of \$10.00 par value Class A common stock, and 200,00 shares of \$10.00 par value Class B common stock.

ARTICLE IV
Initial Registered Agent and Office

The street address of its initial registered office is Wagner, Vaughan & McLaughlin, P.A., 610 Bayshore Boulevard, Suite 910, Tampa, Florida, 33606, and the name of its initial registered agent at that address is Alan F. Wagner, Esquire.

ARTICLE V
Incorporator

The name and address of the incorporator are:

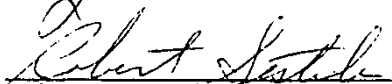
<u>Name</u>	<u>Address</u>
Robert Sestile	4829 San Miguel Tampa, Florida 33629

ARTICLE VI
Initial Director

The corporation initially shall have two (2) directors, whose name and address are:

<u>Name</u>	<u>Address</u>
Robert Sestile	4829 San Miguel Tampa, Florida 33629
Judith Sestile	4829 San Miguel Tampa, Florida 33629

Dated this 30 day of May, 1997.


Robert Sestile, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation: (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 30th day of May, 1997.


Registered Agent