

P97000049050

LAW OFFICES OF  
**WEITZ & SCHWARTZ, P.A.**  
WORLD EXECUTIVE BUILDING, SUITE 200  
3500 NORTH STATE ROAD 7  
FORT LAUDERDALE, FLORIDA 33310

JEFFREY L. WEITZ  
ERIC R. SCHWARTZ

TELEPHONE (954) 484-3544  
FAX (954) 735-9594

May 29, 1997

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

Re: CLASSIC MODELS INC.

900002197219--6  
-06/02/97--01029-016  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

Enclosed please find an original and two copies of the Articles of Incorporation for the above-captioned corporation. I am enclosing my check payable to the Secretary of State in the amount of \$122.50 representing payment of the following:

Filing fee	\$35.50
Certified Copy of Articles of Incorporation:	52.00
Designation of Resident Agent:	35.00

Also enclosed please find an original Certificate Designating Place of Business and Agent together with two copies. Please return a certified copy of the Articles of Incorporation to the undersigned at your earliest opportunity.

Thank you for your cooperation in this matter.

Very truly yours,

WEITZ & SCHWARTZ

Jeffrey L. Weitz

EFFECTIVE DATE  
5-30-97

JLW/mk  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -2 AM 10:21

(5)

See 6/4

EFFECTIVE DATE  
5-30-97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -2 AM 10:21

ARTICLES OF INCORPORATION  
OF  
CLASSIC MODELS INC.

ARTICLE I - NAME

The name of this corporation is CLASSIC MODELS INC.

ARTICLE II - DURATION

The duration of the corporation shall be perpetual and shall commence upon the signing and acknowledging of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of One Dollar (\$1.00) par value common stock. All stock of the corporation shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1954 as added by the Small Business Tax Revision Act of 1958.

All of said stock shall be payable in cash, or property, other than stock or securities, in lieu of cash, or services, at a just valuation to be determined by the Board of Directors of this corporation.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5400 N.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The name and address of the initial director of this corporation is:

BARRY LYNN  
5400 N. University Drive  
Lauderhill, Florida 33351

**ARTICLE VIII - CORPORATE MAILING ADDRESS**

The principal mailing address of the corporation is:

5400 N. University Drive  
Lauderhill, Florida 33351

**ARTICLE IX - INCORPORATOR**

The name and address of the person signing these Articles is:

BARRY LYNN  
5400 N. University Drive  
Lauderhill, Florida 33351

**ARTICLE X - INDEMNIFICATION**

The corporation shall indemnify any officers or directors, or any former officers or directors, to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of May, 1997.

B f

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 30 day of May,  
1997 by BARRY LYNN, who is personally known to me and who did not take an  
oath.

My Commission Expires:

Marlene Koslen  
Notary Public



MARLENE KOSLEN  
MY COMMISSION # CC302355 EXPIRES  
August 20, 1997  
BONDED THROUGH TROY FAIR INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 JUN -2 AM 10:21

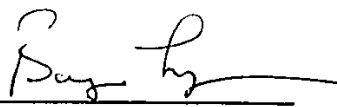
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THE STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That CLASSIC MODELS INC. desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of Lauderhill, County of Broward, State of Florida, has named BARRY LYNN, located at 5400 N. University Drive, County of Broward, State of Florida, as its Registered Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
BARRY LYNN