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TALLAHASSEE, FLORIDA

VALIDATION ONLY

9/9/97

Ola Olaigbe
Requestor's Name

18441 N.W. 2nd Avenue #220
Address

Miami, Fl. 33169
City State ZIP Phone

05440908

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****122.50 ****122.50

CORPORATION(S) NAME

Fast Florida Auto Sales, Inc.

(X) Profit
( ) NonProfit ( ) Amendment ( ) Merger

( ) Foreign ( ) Dissolution ( ) Mark

( ) Limited Partnership ( ) Annual Report ( ) Other
( ) Reinstatement ( ) Reservation ( ) Change of Registered Agent

(X) Certified Copy ( ) Photo Copies ( ) Certificate Under Seal

( ) Call When Ready ( ) Call If Problem ( ) After 4:30
(X) Walk In ( ) Will Wait ( ) Pick Up ( ) Mail Out

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	K. Rolfe

Certified Copy

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SEP 11 1997

CR2E031 (R8-85)

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FAST FLORIDA AUTO SALES, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all the rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the Sate of Florida.

ARTICLE I

FAST FLORIDA AUTO SALES, INC.

The name of this corporation shall be:

ARTICLE II

This corporation shall commence existence upon the filling of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be:

4020 EAST 8TH AVENUE
HIALEAH, FLORIDA 33013

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

(1) Transact any and all lawful business.
(2) Said corporation shall further have powers:
To have perpetual succession by its corporation name;
To sue and be sued, complain, and defend in its corporation name in all actions or proceedings;

a corporate seal, which may be altered at
, and to use the same by causing it, or a
e thereof, to be impressed, affixed, or in any other manner
ced;

eive, lease, or otherwise acquire, own, hold, improve, use, and
with real or personal property or any interest therein, wherever

gage, pledge, create a security interest in, lease, exchange,
se dispose of all or any part of its property and assets;

and use its credit to assist, its officers and employees in
da Statue S607.141;

eive, subscribe for, or otherwise acquire, own, hold, vote, use,
s, lend, pledge, or otherwise dispose of, and otherwise use and
res or other interests in, or obligations of, other domestic or
associations, partnerships, or individuals, or direct or indirect
ed States or of any other municipality or of any instrumentality

d guarantees and incur liabilities, borrow money at such rates
rporation may determine, issue its notes, bonds, and other
re any of its obligations by mortgage or pledge of all or any of
s, and income;

corporate purposes, invest and reinvest its funds, and take and
al property as security of the payment of funds so loaned or

ess, carry on its operations, and have offices and exercise the
is act within or without this state;

ficers and agents of the corporation and define their duties and
n.

laws, not inconsistent with its articles of incorporation or with
, for the administration;

or the public welfare or for charitable, scientific, or educational

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees, and for any or all of the directors, officers, and employees of its subsidiaries

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 1000 shares, having an individual par value of $1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation. (Common)

ARTICLES VI

The name and street address of the initial Registered Agent of this corporation shall be:

OLA OLAIGBE
18441 N.W. 2ND AVENUE STE. #220
MIAMI, FL 33169

ARTICLE VII

The initial Board of Directors shall consist of a total of (1) person (s) and the name and address of the person (s) who is to serve as an initial director (s) is:

<u>PRESIDENT</u>

ALBERTO LAZO
4020 EAST 8TH AVENUE
HIALEAH, FLORIDA 33013

<u>VICE PRESIDENT</u>

ALBERTO LAZO
4020 EAST 8TH AVENUE
HIALEAH, FLORIDA 33013

<u>SECRETARY</u>

ALBERTO LAZO
4020 EAST 8TH AVENUE
HIALEAH, FLORIDA 33013

<u>TREASURER</u>

ALBERTO LAZO
4020 EAST 8TH AVENUE
HIALEAH, FLORIDA 33013

ARTICLE VIII

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

OLA OLAIGBE
18441 N.W. 2ND AVENUE SUITE #220
MIAMI, FL. 33169

The undersigned has executed these Article of Incorporation this 10th day of SEPT, 1997.

Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that FAST FLORIDA AUTO SALES, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
(State)
with its principal office, as indicated in the Articles of Incorporation has named
OLA OLAIGBE
(Name of Registered Agent)
located at MIAMI, County of DADE
(City) (County)

State of Florida, as its agent to accept service of process within this State.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/9/97 Patty

Barry Alan Wilen
Requestor's Name
4601 Sheridan Street #208
Address
Hollywood, Fl. 33021
City State Zip Phone
(954)966-0011 H

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CORPORATION(S) NAME

With Style, Inc.

Empire Toll Free: 1-800-432-3028

(X) Profit
( ) NonProfit
( ) Amendment
( ) Merger
( ) Foreign
( ) Dissolution
( ) Mark
( ) Limited Partnership
( ) Annual Report
( ) Other
( ) Reinstatement
( ) Reservation
( ) Change of Registered Agent
(X) Certified Copy
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( ) Call When Ready
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(X) Walk In
( ) Will Wait
(X) Pick Up
( ) Mail Out

Certified Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

K. Rolfe SEP 11 1997

CR2E031 (R8-85)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WITH STYLE, INC.

ARTICLE I - NAME

The name of this corporation is With Style, Inc.

ARTICLE II - ADDRESS

The principal place of business is 76 Ivy Rd. Hollywood, Florida 33021.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of selling and leasing of party accessories and for any other purpose or activity permitted under the laws of the United States and under the laws of the State of Florida and for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of One and No/100 ($1.00) Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation is Audrey Schwartz.

ARTICLE VII - INITIAL REGISTERED OFFICE

The street address of the initial registered office of this corporation is 76 Ivy Rd., Hollywood, Florida 33021.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director(s) initially. The number of director(s) may be increased or decreased from time to time by the By-Laws but shall never be less than one. The names and address of the initial director(s) of this corporation are:

Audrey Schwartz, 76 Ivy Road, Hollywood, FL 33021

Beth E. Greenman, 21171 NE 21st Pl., N. Miami Beach, FL 33179

ARTICLE IX - INCORPORATOR

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

Audrey Schwartz, 76 Ivy Road, Hollywood, FL 33021

ARTICLE X - BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted, by either the Board of Directors or the Shareholders but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders if the Shareholders specifically provide such

By-Law is not subject to amendment or repeal by the Directors.

ARTICLE XI- APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of a majority of the Shareholders of the Corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII - INDEMNIFICATION

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

ARTICLE XIII - PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF CAPITAL STOCK

Section 1. The holders of records of the common shares of this corporation shall be entitled to dividends at such times as the corporation is authorized to pay dividends.

Section 2. Right Upon Liquidation or Dissolution. In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the holders of record of the outstanding common shares shall be paid from the remaining assets of this corporation ratably.

Section 3. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XIV - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments thereto, and any rights conferred upon the shareholders is subject to this reservation.

ARTICLE XV - DIRECTOR'S COMPENSATION

The shareholders of this corporation shall have the exclusive authority to fix the compensation of the directors of this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 9 day of SEPT., 1997.

Audrey Schwartz
AUDREY SCHWARTZ

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared AUDREY SCHWARTZ known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 9 day of SEPT., 1997.

PATRICIA GAIL NADLER
COMMISSION # CC580359
EXPIRES AUG 27, 2000
BONDED THROUGH
ATLANTIC BONDING CO. INC.
NOTARY PUBLIC STATE OF FLORIDA

Patricia Gail Nadler
Printed Name: PATRICIA GAIL NADLER
Notary Public, State of Florida
Commission No.: CC580359

My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed as Registered Agent for the above named corporation, hereby consents to said appointment and agrees to serve as same for said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9 day of SEPT, 1997.

Audrey Schwartz
AUDREY SCHWARTZ

Prepared by:
BARRY ALAN WILEN, ESQ.
4601 Sheridan Street, Suite 208
Hollywood, Florida 33021
(954) 966-0011

FILED
97 SEP 11 PM 1:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA