

RESIDENT PARTNERS PETER A. NATHAN** FRANK J. BADACH***

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HARRY M. EISENBERG**
STEVEN P. SCHUBINER*
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HERBERT N. WEINGARTEN (1927 - 1991)

MICHIGAN OFFICE 777 Somenet Piece 2301 West Big Beaver Road Troy, Michigan 48084 Telephone: (248) 649-1900 Telecopier: (248) 649-2920

September 18, 1997

ADMITTED ONLY IN MICHIGAN
 ADMITTED IN FLORIDA AND MICHIGAN
 ADMITTED IN FLORIDA AND NEW JERSEY

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

100002299071--6 -09/22/97--01042--009 *****70.00 ******70.00

Re: Devil Woman, Inc.

Greetings:

Enclosed for filing are the original and one copy of the Articles of Incorporation for Devil Woman, Inc., together with our check in the amount of \$70.00 to cover your fees. Please return a file-stamped copy of the Articles of Incorporation to us. In the event you have any questions concerning these incorporation documents, please call the undersigned at 1-800-722-1650 <u>before returning these documents unfiled</u>. Thank you for your kind consideration.

Very truly yours,

ac

Encl.

SEP 22 AM In. E

26/841

ARTICLES OF INCORPORATION OF DEVIL WOMAN, INC.

OIVISION OF CORPORATIONS

97 SEP 22 AM 10: 51

Article I - Name

The name of this corporation is DEVIL WOMAN, INC.

Article II - Duration This corporation shall exist perpetually.

Article III - Purpose

The general nature of the business to be transacted by this corporation is to manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair, or exposition.

Article IV - Capital Stock

The corporation is authorized to issue one thousand (1,000) shares of common stock with \$1.00 par value.

Article V - Principal Office and Registered Agent

The street address of the principal place of business of this corporation is 5540 Fox Hollow Drive, Boca Raton, Florida, 33486. The name of the initial registered agent of this corporation is FRANK J. BADACH whose address is 5540 Fox Hollow Drive, Boca Raton, Florida, 33486.

Article VI - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The name and address of the initial director of this corporation is:

Frank J. Badach 5540 Fox Hollow Drive Boca Raton, FL 33486

Article VII - Incorporators

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

Frank J. Badach 5540 Fox Hollow Drive Boca Raton, FL 33486

Article VIII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, September 1997.

Frank J. Badach

STATE OF FLORIDA)
COUNTY OF PALM BEACH)
Before me, a Notary Public authorized to take acknowledgments in the state and
county set forth above, personally appeared FRANK J. BADACH, ⊠ personally known
by me or □ who presented the following identification:
and known by me to be the person who executed the foregoing Articles of Incorporation,
and he acknowledged before me that he executed those Articles of Incorporation.
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official
seal, in the state and county aforesaid September $\frac{19}{2}$, 1997
Notary Public, State of Florida My commission expires: (SEAL)

ANDY COPPLAND
Nathery Public, State of Florida
My Corren. Expires Jan.19, 1998
No. CC 342959
Bendad The Official Refery Bernice

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

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

First--That DEVIL WOMAN, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the City of Boca Raton, County of Palm Beach, State of Florida, has named FRANK J. BADACH, located at 5540 Fox Hollow Drive, City of Boca Raton, County of Palm Beach, State of Florida, as its 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 provision of said Act relative to keeping open said office.

Frank I Badaci

Registered Agent