

Charter Number Only

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CORPORATION(S) NAME

Ocean Spray Fragrances, Inc.

FILED
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STATE
FLORIDA



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| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
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97 OCT 24 AM 11:10
STATE
FLORIDA

ARTICLES OF INCORPORATION
OF
OCEAN SPRAY FRAGRANCES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 24 AM 11:59

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BY THESE ARTICLES OF INCORPORATION, the undersigned acting as incorporated pursuant to the Florida General Corporation Act, forms a corporation for profit.

ARTICLE I

The name of this corporation shall be OCEAN SPRAY FRAGRANCES, INC.

ARTICLE II

This corporation shall have its principal office at 16100 Collins Avenue, North Miami Beach, Florida 33160.

ARTICLE III

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IV

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE V

The aggregate number of shares of stock that this corporation shall have the authority to issue is 100 shares of common stock of a par value of \$1.00.

ARTICLE VI

Every stockholder, upon the sale for cash or a new stock of this corporation, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

The initial registered agent for this corporation is OFFER SUSTIEL and the initial registered office is located at 16100 Collins Avenue, North Miami Beach, Florida 33160.

ARTICLE VIII

This corporation shall have two (2) Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation is:

OFFER SUSTIEL	16100 Collins Avenue North Miami Beach, Florida 33160
EZRA ALEXANDER	18727 West Dixie Highway North Miami Beach, Florida 33160

ARTICLE IX

The name and street address of each Incorporator is as follows:

OFFER SUSTIEL	16100 Collins Avenue North Miami Beach, Florida 33160
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ARTICLE X

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

ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these ARTICLES OF INCORPORATION this 30 day of September, 1997.

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OFFER SUSTIEL

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

In compliance with Section 48.091 of the Florida Statutes
the following is submitted:

That OCEAN SPRAY FRAGRANCES, INC., desiring to organize
under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation, at 16100
Collins Avenue, City of North Miami Beach, County of Dade, State
of Florida, has named OFFER SUSTIEL, located at 16100 Collins
Avenue, City of North Miami Beach, County of Dade, 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-named Corporation, at the place designated in this
certificate, the undersigned agrees to act in this capacity, and
agrees to comply with the provisions of Florida law relative to
keeping the designated office open.

BY: 
OFFER SUSTIEL, Registered Agent

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CLERK OF DISTRICT COURT
STATE OF FLORIDA