

Law Offices

**Fogel Rubin & Fogel**

A Partnership of Professional Associations

COURTHOUSE TOWER, SUITE 350 • 44 WEST FLAGLER STREET • MIAMI, FL 33130 • 305 577-4905 • Fax 305 352-0926

Terry L. Fogel, P.A.  
Board Certified Marital and Family Lawyer

Gadelmy C. Rubin  
Certified Legal Assistant

Scott L. Rubin, P.A.  
Board Certified Marital and Family Lawyer  
Certified Family Mediator

Joel D. Fogel, P.A.  
Also Admitted in New York and Colorado

October 29, 1997

000002335750--2

④ -11/03/97--01018--001  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
State of Florida  
Division of Corporations  
PO Box 6327  
Tallahassee FL 32314

**RE: Spice of Life of Broward, Inc.**

Dear Sir or Madam:

Enclosed are the Articles of Incorporation of the above-captioned corporation.

Kindly prepare a certified copy of said Articles of Incorporation, endorse your approval thereon and return the copy to us.

We are enclosing our check in the amount of \$122.50 to cover the following:

|                      |         |
|----------------------|---------|
| Filing Fee           | \$35.00 |
| Certified Copy       | 52.50   |
| Registered Agent Fee | 35.00   |

If a charter cannot be issued for any reason, please contact this office immediately.

Thank you for your cooperation in this matter.

Very truly yours,

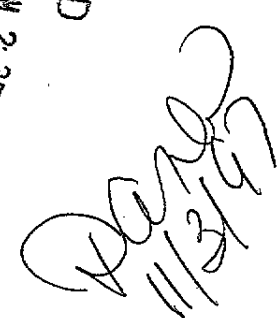
FOGEL RUBIN & FOGEL

By: 

Scott L. Rubin  
For the Firm

FILED  
97 NOV -3 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures: (Original and one copy of the Articles)



ARTICLES OF INCORPORATION  
OF  
SPICE OF LIFE OF BROWARD, INC.

FILED  
97 NOV -3 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of this Corporation is SPICE OF LIFE OF BROWARD, INC. It's principal office and mailing address is in care of FOGEL RUBIN & FOGEL, 350 Courthouse Tower, 44 West Flagler Street, Miami FL 33130.

ARTICLE II - COMMENCEMENT OF EXISTENCE

This Corporation shall commence to exist on the date these Articles are filed with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be the only class of shares.

ARTICLE V - PRE-EMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation is the same as its initial principal office and mailing address, to

wit: 350 Courthouse Tower, 44 West Flagler Street, Miami FL 33130.  
The initial registered agent at that address is Scott L. Rubin,  
Esquire.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of  
directors may be increased from time to time by the By-Laws. The  
name and address of the initial director of this Corporation is:  
Wesley W. Myers, Jr., 7120 Embassy Boulevard, Miramar, FL 33023.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of  
Incorporation is Scott L. Rubin, Esquire, 350 Courthouse Tower, 44  
West Flagler Street, Miami FL 33130.

ARTICLE IX - INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned subscriber has executed  
these Articles of Incorporation this 29th day of October 1997.

SCOTT L. RUBIN

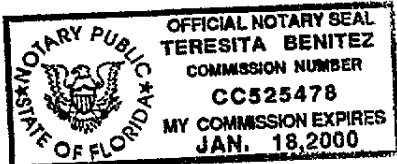
STATE OF FLORIDA       )  
                              )       ss  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, personally appeared  
SCOTT L. RUBIN, to me known to be the person described as  
Subscriber in and who executed the foregoing Articles of  
Incorporation and acknowledged before me that he subscribed to  
them.

WITNESS my hand and official seal at Miami, Dade County,  
Florida this 29th day of October 1997.

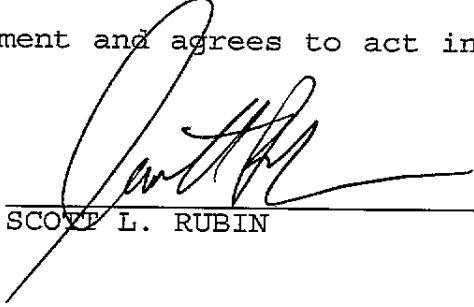
My Commission Expires:

Teresita Benitez  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE



CERTIFICATE OF ACCEPTANCE OF APPOINTMENT  
AS REGISTERED AGENT

SPICE OF LIFE OF BROWARD, INC., having appointed the undersigned as its Registered Agent and 350 Courthouse Tower, 44 West Flagler Street, Miami FL 33130 as its registered office, the undersigned hereby accepts said appointment and agrees to act in said capacity.



SCOTT L. RUBIN

FILED  
97 NOV -3 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA