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TO: DIVISION OF CORPORATIONS

FAX #:

(850) 922-4001

FROM: BUSINESS WORLD TRANSACTIONS, INC.

ACCT#:

104512000707

CONTACT: GEORGE G PICARDIE

PHONE: (305)867-8448

FAX #:

(305)867-8200

NAME: LA FEMME ENTERPRISES, INC.

AUDIT NUMBER...... H97000018588

DOC TYPE...., FLORIDA PROFIT CORPORATION OR P.A.

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ARTICLES OF INCORPORATION

OF

LA FEMME ENTERPRISES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

<u>ARTICLE L NAME</u>

The name of this corporation shall be:

LA FEMME ENTERPRISES, INC.

ARTICLE II. PRINCIPAL OFFICE

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

109 N. County Road Palm Beach Island, FL 33480-3952

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares at \$5.00 per share.

ELIZABETH BRACKFIELD 109 N. County Road

Palm Beach Island, FL 33480-3952

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ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

ELIZABETH BRACKFIELD 109 N. County Road Palm Beach Island, FL 33480-3952

ARTICLE V. INCORPORATOR

The name and address of the incorporator to these

Articles of Incorporation is:

NAME :

ADDRESS

ELIZABETH BRACKFIELD 109 N. County Road Paim Beach Island, FL 33480-3952

ARTICLE VI. INITIAL OFFICERS

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

PRESIDENT:

GARY BRACKFIELD-109 N. County Road

Paim Beach Island, FL 33480-3952

VICE PRESIDENT: ELIZABETH BRACKFIELD -109 N. County Road

Palm Beach Island, FL 33480-3952

SECRETARY:

ELIZABETH BRACKFIELD - 109 N. County Road

Palm Beach Island, FL 33480-3952

TREASURER:

NONE

The undersigned has executed these Articles of Incorporation this day of November, 1997.

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, 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.

- 1. The name of the corporation is: LA FEMME ENTERPRISES, INC.
- 2. The name and address of the registered agent and office is:

NAME: ELIZABETH BRACKFIELD

ADDRESS: 109 N. County Road

Palm Beach Island, FL 33480-3952

SIGNATURE

DESCRIPTION OF THE PROPERTY OF

TITLE:

VICE PRESIDENT

DATE:

NOVEMBER (, 1997

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATYED 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 AF ALL STATUTES 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:

ELIZABETH BRACKFIELI

DATE:

NOVEMBER

. 1997