

P97000/03954

December 3, 1997

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

RE: EXCLUSIVE FASHIONS, INC.  
Ref. No. W97000026542

400002274674--3  
-08/22/97--01058--019  
\*\*\*\*\*36.25 \*\*\*\*\*36.25

Dear Sir or Madam,

Please find enclosed the corrected original and two copies of the Articles of Incorporation and Acceptance of Registered Agent for the above referenced corporation for profit. ~~I have also enclosed a money order in the amount of \$\_\_\_\_\_ to cover the costs of filing the same.~~ Sent previously.

Please return to me a non-certified copy of the Articles of Incorporation when filed in the self addressed envelope enclosed.

(2) Thank you,

Marjorie Schilling  
155 N.E. 163rd St.  
Miami, Fla. 33162

FILED  
97 DEC 10 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. RECHTER DEC 10 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 2, 1997

MARJORIE SCHILLING  
155 N.E. 163RD STREET  
2ND AVENUE  
MIAMI, FL 33162

SUBJECT: LA JOLIE BOUTIQUE

- We have received your document for LA JOLIE BOUTIQUE and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 097A00043704

To: *October 10, 1997*

*Please find attached properly filled document for Margorie Schilling's corporation.*

*The fee totaling \$96.<sup>25</sup> has been collected by the Division of Corporation. Please, send appropriate refund after your review, and return a non-certified copy of the Articles of Incorporation.*

*Thanks for your cooperation*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 25, 1997

MAJORIE SCHILLING  
155 NE 163RD ST  
2ND AVENUE  
MIAMI, FL 33162

SUBJECT: EXCLUSIVE FASHIONS, INC.  
Ref. Number: W97000026542

We have received your document for EXCLUSIVE FASHIONS, INC. and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

You must list the corporation's principal office and/or a mailing address in the document.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register  
Corporate Specialist Supervisor

Letter Number: 397A00056298

**FILED**  
97 DEC 10 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EXCLUSIVE FASHIONS, INC.**

**ARTICLE I - NAME & ADDRESS**

The name of this corporation is:

**EXCLUSIVE FASHIONS, INC.**

and its principal office is located at 155 N.E. 163rd St., Miami, Florida 33162.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence.

**ARTICLE III - PURPOSE**

The general nature of the business to be transacted by this corporation shall be any and all activities permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 share(s) of common stock with a par value of \$1.00 per share.

**ARTICLE V - 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 VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her 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 VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

155 N.E. 163rd St., Miami, Fla. 33162, and the name of the initial registered agent of this corporation, at that address is Marjorie Schilling.

#### ARTICLE VIII - INITIAL BOARD OF DIRECTORS & OFFICERS

This corporation shall have one directors initially. The number of director(s) may be either increased or diminished from time to time by the bylaws but in no case should be less than one.

The name and address of the initial director and officer(s) of this corporation are:

NAME	POSITION	ADDRESS
MARJORIE SCHILLING	Director, President & Secretary	155 N.E. 163rd St. Miami, Florida 33162

#### ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles is:

NAME	ADDRESS
MARJORIE SCHILLING	155 N.E. 163rd St. Miami, Florida 33162

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and shareholders.

#### ARTICLE XI - RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

#### ARTICLE XII - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is not less than \$500.00.

#### ARTICLE XIII-MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

#### ARTICLE XIV - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE XV - INDEMNIFICATION

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

ARTICLE XVI - 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 Incorporator(s) has/have executed these Articles of Incorporation on the 10<sup>th</sup> day of October, 1997.

Marjorie Schilling  
MARJORIE SCHILLING  
INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT

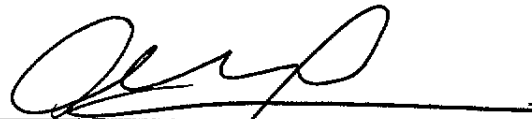
HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HER DUTIES.

DATED THIS 10<sup>th</sup> DAY OF October, 1997.

Marjorie Schilling  
MARJORIE SCHILLING - Registered Agent

STATE OF FLORIDA )  
                          ) .SS:  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared MARJORIE SCHILLING, who is personally known to me, or who produced \_\_\_\_\_ as identification and who, as Incorporator, executed the foregoing Articles of Incorporation of EXCLUSIVE FASHIONS, INC., and she acknowledged that she executed the same.



(print or type name of notary)  
NOTARY PUBLIC, State of Florida



George M Gay  
My Commission CC636913  
Expires April 08, 2001

**FILED**  
97 DEC 10 PM 12:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA