

**RICHARD E. LARSEN, P.A.**  
ATTORNEY AND COUNSELOR AT LAW

RICHARD E. LARSEN

ADMITTED IN FLORIDA AND ILLINOIS

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March 2 1998

Secretary of State  
Corporate Division  
The Capitol  
Tallahassee, FL 32304

400002472614--3  
-03/30/98-01117-018  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Articles of Incorporation  
Elite's Boutique, Inc.

Dear Sir or Madam:

I am enclosing herewith an original of Articles of Incorporation (and one copy) for the above-named corporation for filing. In addition, a check in the amount of \$70.00 is enclosed representing \$35.00 for the filing fee and \$35.00 for the registered agent fee.

Your prompt attention to this matter is greatly appreciated.

Sincerely,

*Lori J. Horchler*  
Lori J. Horchler,  
Legal Assistant

/ljh  
Enclosures

FILED  
98 MAR 30 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Handwritten signature/initials*

**ARTICLES OF INCORPORATION**

FILED  
98 MAR 30 AM 9:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. **Name.** The name of this corporation is:

***Elite's Boutique, Inc.***

2. **Duration.** The period of its duration is perpetual.

3. **Purpose.** The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. **Capital Stock.** The corporation is authorized to issue 100 shares of capital stock, all of one class.

5. **Initial Registered Office and Agent.** The name and address of the initial Registered Agent and Registered Office of this corporation is as follows:

Charles L. Perry  
743 Woodvalley Way  
Orlando, FL 32825

6. **Principal Office/Mailing Address.** The principal office and mailing address of this corporation is as follows:

743 Woodvalley Way  
Orlando, FL 32825

7. **Board of Directors.** This corporation shall have 1 director. The number of directors may be either increased or decreased from time to time by an amendment of the By-laws of the corporation in the manner provided by law.

8. **Incorporator.** The name and address of the Incorporator signing these Articles of Incorporation is:

**Name**

**Address**

Charles L. Perry

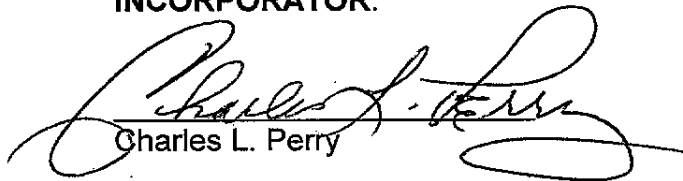
743 Woodvalley Way  
Orlando, FL 32825

9. **Preemptive Rights.** Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares issued immediately prior to the new issue. Any shareholder who does not exercise his right and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive right, shall waive his preemptive right for that issue. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

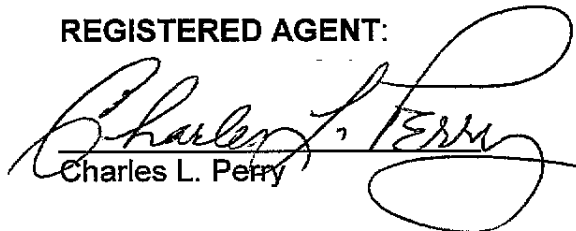
10. **Management.** The authority to manage this corporation shall be vested in the Board of Directors, subject to the terms and conditions contained in the By-laws.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 26 day of MARCH, 1998.

**INCORPORATOR:**

  
Charles L. Perry

**REGISTERED AGENT:**

  
Charles L. Perry

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of march, 1998 by Charles L. Perry, who is personally known to me or produced as identification.



*Lori J. Horchler*

Printed Name:

Notary Public-State of Florida

My commission expires:

Commission No.:

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

*Charles L. Perry*  
Charles L. Perry, Registered Agent

FILED  
98 MAR 30 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA