

P98000059583



ACCOUNT NO. : 072100000032

REFERENCE : 881104 6594A

AUTHORIZATION : *Patricia Pijute*

COST LIMIT : \$ 70.00

ORDER DATE : July 6, 1998

ORDER TIME : 2:54 PM

ORDER NO. : 881104-015

CUSTOMER NO: 6594A

CUSTOMER: Donald J. Kahn, Esq
GREEN KAHN & PIOTRKOWSKI, PA

317 71st Street
Miami Beach, FL 33141

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 4:20

300002580953--1

DOMESTIC FILING

NAME: D/FLAWLESS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

CP 7/6/98

RECEIVED
98 JUL -6 PM 3:22
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 4:20

ARTICLES OF INCORPORATION
OF
D/FLAWLESS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

D/FLAWLESS, INC.

The address of the principal office of this corporation shall be 12635 Northwest 14th Street, Coral Springs, Florida 33071, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Alex Marder Pres.	939 Central Avenue, Highland Park, Illinois 60035
Michael Yampolsky V.P.	12635 Northwest 14th Street, Miami Beach, Florida 33071
Boris Pokrass Sec./Treas.	260 East Chestnutt Street, Suite 3805, Chicago, Illinois 60611

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301


ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -6 PM 4:20

Donald J. Kahn , an individual residing in this State having a business office identical with the registered office of the corporation named below and having been designated as the registered agent in the above and foregoing Articles of Incorporation of:

D/Flawless, Inc.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.9505, Florida Statutes.



DONALD J. KAHN

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on July 6, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Incorporator, Karen B. Rozar

CKS