

LAURA S. BLACKMAN

Attorney At Law

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July 7, 1998

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

500002584965--9
-07/10/98-D1031--005
****122.50 ****122.50

RE: Our Client Cheryl Salla and Randy Watts

EFFECTIVE DATE

07-07-98

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Please file the original Articles and return to me one certified copy in the enclosed self-addressed stamped envelope provided herein. I am also enclosing our check in the amount of \$122.50 to file the above.

If you have any questions or require any additional information, please do not hesitate to contact my office. Thank you for your anticipated cooperation in this matter.

Very truly yours,


Laura S. Blackman, Esq.

LSB:mb1

enclosures (as noted)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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07-13-98

ARTICLES OF INCORPORATION
OF
BOCA FASHIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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:

BOCA FASHIONS, INC.

EFFECTIVE DATE
07-07-98

The address of the principle office of this corporation shall be 5208 Majorca Club Drive Boca Raton, FL 33486, 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 shares valued at Ten (\$10.00) Dollars par value of common stock.

ARTICLE IV - REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 6971 North Federal Highway #105 Boca Raton, FL 33487, and the name of the initial registered agent of the corporation at that address is Laura S. Blackman.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually commencing on the date of execution of these Articles.

ARTICLE VI - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This corporation shall have the following Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Randy Watts 5208 Majorca Club Drive Boca Raton, FL 33486
Cheryl Salla 8062-D Severn Drive Boca Raton, FL 33433
Vincent Carbone 5836 Northwest 34th Way Boca Raton, FL 33496

ARTICLE VII - INCORPORATOR

The name and address of the incorporator and the persons signing these Articles of Incorporation:

Laura S. Blackman
6971 N. Federal Highway
Suite #105
Boca Raton, FL 33487

IN WITNESS WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Palm Beach County, Florida this 7th day of July, 1998


LAURA S. BLACKMAN

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

LAURA S. BLACKMAN, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


LAURA S. BLACKMAN

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