

P98000074427



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 940216 7106072

AUTHORIZATION :

COST LIMIT : \$122.50

*Patricia Puyot*

ORDER DATE : August 25, 1998

ORDER TIME : 4:38 PM

ORDER NO. : 940216-005

CUSTOMER NO: 7106072

CUSTOMER: Mr. Steven W. Zelkowitz  
WEISS SEROTA & HELFMAN, P.A.

Suite 420  
2665 S. Bayshore Drive  
Miami, FL 33133

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98 AUG 26 AM 9:16  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: FRENCH LACE, INC.

300002625003--2

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

*g 8/26/98*

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DIVISION OF CORPORATIONS  
98 AUG 26 AM 10:44

**ARTICLES OF INCORPORATION**  
**OF**  
**FRENCH LACE, INC.**

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The undersigned Incorporator to these Articles of Incorporation, a Florida corporation, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. CORPORATE NAME.**

The name of this Corporation is:

FRENCH LACE, INC.

**ARTICLE II. NATURE OF BUSINESS AND POWERS.**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of United States and of the State of Florida.

**ARTICLE III. CAPITAL STOCK.**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Thousand (5,000) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares issued shall be fully paid and nonassessable.

**ARTICLE IV. TERM OF EXISTENCE.**

This Corporation shall have perpetual existence.

**ARTICLE V. PRINCIPAL OFFICE AND MAILING ADDRESS.**

The principal office and mailing address of the Corporation is:

2039 Harrison Street  
Hollywood, FL 33020

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Ilka Marrero  
2039 Harrison Street  
Hollywood, FL 33020

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

**ARTICLE VII. BOARD OF DIRECTORS.**

This Corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1).

### **ARTICLE VIII. INITIAL DIRECTORS.**

The names of the initial Directors of this Corporation and street address are:

Victor Marrero  
2039 Harrison Street  
Hollywood, FL 33020

Ilka Marrero  
2039 Harrison Street  
Hollywood, FL 33020

Ruth Shannon  
2039 Harrison Street  
Hollywood, FL 33020

### **ARTICLE IX. INCORPORATOR.**

The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

Ilka Marrero  
2039 Harrison Street  
Hollywood, FL 33020

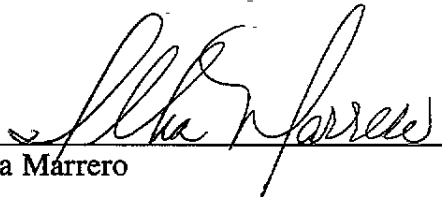
### **ARTICLE X. CONFLICT OF INTEREST.**

No contract between this Corporation and another corporation or another individual shall be invalidated by reason of the fact that one or more of the Officers and Directors of this Corporation are Officers or Directors of the said other corporation, or by reason of the fact that one or more of the Officers or Directors of this Corporation may be the other individual or individuals contracting with this Corporation.

#### **ARTICLE XI. AMENDMENT.**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**IN WITNESSS WHEREOF**, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation this 20<sup>th</sup> day of August, 1998.

  
\_\_\_\_\_  
Ilka Marrero

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Sections:

That French Lace, Inc., desiring to organize under the laws of the State of Florida, has named Ilka Marrero located at 2039 Harrison Street, Hollywood, Florida 33020, Broward County, State of Florida, as agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, Ilka Marrero hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

Dated this 20<sup>th</sup> day of August, 1998.

  
\_\_\_\_\_  
Ilka Marrero

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