10/16/98



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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HYLAN BOOKER COUTURE, INC.

AUDIT NUMBER...... H98000019252

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 6

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ARTICLES OF INCORPORATION
OF
HYLAN BOOKER COUTURE, INC.

98 OCT 16 AM II: 00 SECRETARY OF STATE TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation hereby form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Hylan Booker Couture, Inc.

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue one hundred shares of stock at \$5.00 par value which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is Apartment 601, 1627 Brickell Avenue, Miami, Florida, 33129.

This document was prepared by: Samuel Spencer Blum, Esquire Suite 106 2666 Tigertail Avenue Coconut Grove, Florida 33133 305/854-3314 Florida Bar No. 273430

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Samuel Spencer Blum

ATTORNEY AT LAW

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ARTICLE VI

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The name and address of the corporation's Registered Agent is Samuel Spencer Blum, Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.

ARTICLE VII

The corporation shall have two directors initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The names and addresses of the initial directors of this corporation are:

Hylan B. Booker Apartment 601 1627 Brickell Avenue Miami, Florida 33129 Charlotte Schiff-Jones Apartment 601 1627 Brickell Avenue Miami, Florida 33129

ARTICLE VIII

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

ARTICLE IX

The names and addresses of the incorporators are:

Hylan B. Booker Apartment 601 1627 Brickell Avenue Miami, Florida 33129

Charlotte Schiff-Jones
Apartment 601

1627 Brickell Avenue Miami, Florida 33129

ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

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Samuel Spencer Blum

ATTORNEY AT LAW

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ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on this 15th day of October, 19 98.

Hylan B. Booker, Incorporator

Charlotte Schiff-Jones, Incorporator

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Samuel Spencer Blum

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STATE OF FLORIDA)			
COUNTY OF MIAMI-DADE	: ss.)			
The foregoing inst	rument was ac	knowledged befor	re me this <u>/</u>	Hy day of
- October	_, 19 <u>98</u>	, by Hylan B. B	coker and Char	lotte Schiff-
Jones, personally known to me	> r ≈ho have p	roduced	46	identification.
OFFICIAL NOTARY SEAL BEATRIX DEL PORTILLO NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC542719 MY COMMISSION EXP. MAR. 25.200]	Bei	t pdC	02 01
Print Notary's name and commis	sion number	Notary Public,	State of Florida	at Large

- Page 4 -

Samuel Spencer Blum +1980000 19252

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In compliance with §48.091, Florida Statutes, the following is submitted:

First, that Hylan Booker Couture, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami-Dade County, State of Florida, has named Samuel Spencer Blum, located at Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.

Hylan B. Booker, Incorporator

Charlotte Sehiff-Jones, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, 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.

Samuel Spencer Blum

SSB/bps October 15, 1998 g:\data\work\corporations\hylan\articles.inc FILED

SECRETARY OF STATE

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Samuel Spencer Blum - 14780000 19352

ATTORNEY AT LAW