

P98000089 773



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 001964 132549A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : October 20, 1998

ORDER TIME : 10:10 AM

ORDER NO. : 001964-005

CUSTOMER NO: 132549A

CUSTOMER: David Wolis, Esq
NEMSER & WOLIS, P.A.
NEMSER & WOLIS, P.A.
Suite 204a
18999 Biscayne Blvd.
North Miami Bch, FL 33180

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DOMESTIC FILING

NAME: BY THE BLUE, 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: Deborah Schroder

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 21 PM 1:41

98 OCT 21 AM 10:37
DIVISION OF CORPORATIONS
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 21 PM 1:41

**ARTICLES OF INCORPORATION
OF
BY THE BLUE, 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:

BY THE BLUE, INC

The address of the principal office of this corporation shall be 334 Arizona Street, Hollywood, Florida 33019 and the mailing address of the corporation shall be 334 Arizona Street, Hollywood, Florida 33019.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any and all activities and businesses 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 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 18999 Biscayne Boulevard, North Miami Beach, Florida 33180, and the name of the initial registered agent of the corporation at that address is Nemser & Wolis, P.A.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII. INCORPORATOR

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

Nemser & Wolis, P.A.
18999 Biscayne Boulevard Suite 204A
North Miami Beach, Florida 33180

IN WITNESS WHEREOF, the undersigned agent of Nemser & Wolis, P.A., has hereunto set their hand and seal of Nemser & Wolis, P.A. on October 19, 1998.

NEMSER & WOLIS, P.A.,

By: _____

David Wolis, Vice-President

ARTICLE VIII

The initial officers and directors of the company are as follows:

Alon Eshet 958 South Northlake Drive
Dir./Pres. Hollywood, FL 33019

Jackie Eshet Same
Dir./V. Pres.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Nemser & Wolis, P.A., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and 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.

Nemser & Wolis, P.A.

By: _____

David Wolis, Vice-President