

P98000107886

618 SE 12th Court, Apt 2
Cape Coral, FL 33990
December 26, 1998

EFFECTIVE DATE
1-1-99

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

700002723447--8
-12/28/98--01090--010
*****70.00 *****70.00

FILING NEW CORPORATION: INTERNATIONAL FRAGRANCE, INC.

Dear Sir:

Please find the Articles of Incorporation for International
Fragrance, Inc. enclosed along with a \$70.00 checking to cover the
filing of our corporation.

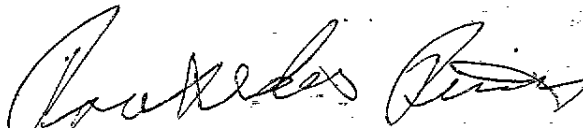
We would like to have the effective date of incorporation to be
January 1, 1999.

If any questions, please contact me at the above address or call
(941) 458-8912 in the evening.

Thank you for your assistance in filing the above corporation.

Sincerely,

Praxedes Rivera



FILED
98 DEC 28 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FCHESSEK DEC 30 1998

EFFECTIVE DATE
1-1-99

FILED

ARTICLES OF INCORPORATION

98 DEC 28 AM 11:20

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INTERNATIONAL FRAGRANCE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME.

The name of this Corporation shall be INTERNATIONAL FRAGRANCE, INC.

ARTICLE II. COMMENCEMENT & DURATION.

The existence of the Corporation will commence January 1, 1999.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business of this Corporation and its mailing address shall be 618 SE 12th Court., Apt 2, Cape Coral, FL 33990.

ARTICLE IV. NATURE OF BUSINESS.

This Corporation is being formed to deal in all respects with marketing colognes, perfumes, and all direct and indirect related activities of every kind and nature. This is not intended to limit the Corporation, and, it is specifically authorized to transact any and all lawful business which corporations formed under the Florida Business Corporation Act may transact.

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, all shares being with a par value of One Dollar (\$1.00).

ARTICLE VI. REGISTERED AGENT & ADDRESS.

PRAXEDES RIVERA
618 SE 12th Court, Apt 2
Cape Coral, FL 33990

ARTICLE VII. INCORPORATOR.

This Corporation has one incorporator who's name and address is as follows:

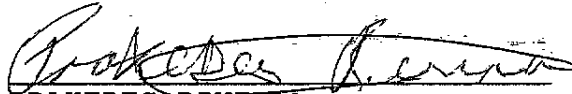
PRAXEDES RIVERA
618 SE 12th Court, Apt 2
Cape Coral, FL 33990

ARTICLE VIII. DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may, from time to time, be increased By-Laws adopted by the stockholders. The initial Director's name and street address is listed as follows.

PRAXEDES RIVERA
618 SE 12th Court, Apt 2
Cape Coral, FL 33990

THE UNDERSIGNED has executed these Articles of Incorporation this 23th day of December, 1998. Having been named Registered Agent, I hereby accept and am familiar with the obligations of being registered agent of this Corporation, and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

x 
PRAXEDES RIVERA
Incorporator and Registered Agent

ARTICLE IX. AMENDMENTS

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 stockholders, and approved at a stockholders' meeting by a majority of stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

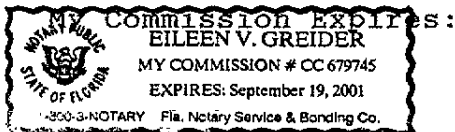
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 23th day of December, 1998.

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, PRAXEDES RIVERA, to me well known to be the person described or has produced Drivers Lic. as identification and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, Lee County, Florida, this 24th day of December, 1998.

Eileen V. Greider



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept Service of Process for the above stated corporation, at the place designated in these Articles, 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.

Praxedes Rivera

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA