

P 99000000883

## Florida Department of State

Division of Corporations

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**FLORIDA PROFIT CORPORATION OR P.A.****FRAGRANCE EXPRESS ON LINE, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
FRAGRANCE EXPRESS ON LINE, INC.**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, does hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation is **FRAGRANCE EXPRESS ON LINE, INC.**

**ARTICLE II**

**NATURE OF BUSINESS**

The Corporation shall engage in the business of the wholesale and retail sale of fragrance, cosmetic and other luxury goods and products via the internet, on-line services and other modes of sale, including, but not limited to, kiosks, retail stores and catalogs. This corporation shall not engage in any business other than that for which it was specifically incorporated, but it shall be permitted to invest its funds in real estate, mortgages, stocks, bonds or any other type of investment, and shall be permitted to own any real or personal property necessary in the rendering of its business and services.

**ARTICLE III**

**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Fifty Million (50,000,000) shares of common stock, Two Million (2,000,000) shares of preferred stock at 20 to 1, Ten Million (10,000,000)

Laurie Bolch, Esquire  
555 South Federal Highway, Suite 400  
Boca Raton, Florida 33432  
561-338-0477  
Florida Bar No. 784477

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Warrants, Class A and Ten Million (10,000,000) Warrants, Class B. The consideration paid for each share shall be fixed by the Board of Directors from time to time.

**ARTICLE IV  
CERTIFICATES**

Shares of the corporation must be evidenced by the issuance of certificates. The form and content of the certificates shall be as prescribed by Florida law

**ARTICLE V  
ADDRESS**

The initial street address of the principal office of this corporation is 1901/1903 West Copans Road, Pompano Beach, Florida 33064.

**ARTICLE VI  
TERM OF EXISTENCE**

This corporation is to exist perpotually.

**ARTICLE VII  
INITIAL OFFICER AND DIRECTOR**

The name and address of the initial Officer and Director who shall hold office until his or her successor is elected and has qualified is:

Robert M. Bartlett	President/ Director	18244 Clear Brook Circle Boca Raton, Florida 33498
Tracy Trimachi	Vice President/ Director	8800 Gatehouse Road, #1 Plantation, Florida 33324
Ken B. Barker	Treasurer/ Director	2311 N.E. 35 <sup>th</sup> Street Lighthouse Point, Florida 33064

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Randy Perez

Secretary

1901/1903 W. Copans Road  
Pompano Beach, Florida 33064

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

<b>NAME</b>	<b>ADDRESS</b>
Laurie Bolch, Esquire	555 South Federal Highway, Suite 400 Boca Raton, Florida 33432

**ARTICLE IX**  
**REGISTERED OFFICE & REGISTERED AGENT**

The street address of the corporation's initial registered agent is 555 South Federal Highway, Suite 400, Boca Raton, Florida 33432; the name of the initial registered agent at that office is Laurie Bolch, Esquire.

**ARTICLE X**  
**EFFECTIVE DATE**

The initial date of incorporation shall be effective on the date this document is filed as evidenced by the department of State's date and time endorsement on the original document.

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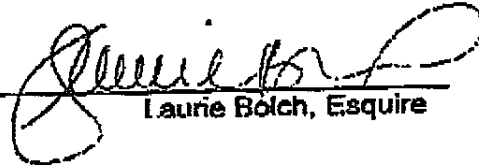
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**ARTICLE XI**

**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by Florida Law.

Date: 11/5/09

  
Laurie Bolch, Esquire

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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

IN COMPLIANCE WITH SECTION 607.0403, FLORIDA STATUTES,  
FOLLOWING IS SUBMITTED:

FIRST- FRAGRANCE EXPRESS ON LINE, INC., DESIRING TO  
ORGANIZE (name of corporation)

OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AS CITY OF POMPANO BEACH  
(city)

STATE OF FLORIDA, HAS NAMED LAURIE BOLCH, ESQUIRE  
(state) (name of registered agent)

LOCATED AT 555 SOUTH FEDERAL HIGHWAY, SUITE 400  
(street address) (post office boxes are not acceptable)

CITY OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO  
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY STATE THAT I AM FAMILIAR WITH, AND ACCEPT THE  
OBLIGATIONS OF THIS POSITION.

SIGNATURE:

(REGISTERED AGENT)

DATE:

*[Signature]*  
1/5/99

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