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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JAN 12 AM 8:25

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FLORIDA PROFIT CORPORATION OR P.A.

PREMIERE WHOLESALE FRAGRANCES, INC.

Certificate of Status	0
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Page Count	04
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ARTICLES OF INCORPORATION

99 JAN 12 AM 8:25

OF

PREMIERE WHOLESALE FRAGRANCES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is PREMIERE WHOLESALE FRAGRANCES, INC. The principal address of the corporation is 2020 N.E. 163rd Street, Suite 300, North Miami Beach, Florida 33162.

ARTICLE II

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

This corporation is organized for the following purpose: To engage in the transaction of any and all lawful business whatsoever.

ARTICLE IV

This corporation is authorized to issue One Thousand (1,000) shares of One Hundred Dollars (\$100.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 46 S. W. First Street, Fourth, Floor, Miami, Florida 33130 and the name of the registered agent of this corporation at that address is Keith D. Diamond.

ARTICLE VI

This corporation shall have one (1) directors initially. The number of director(s) may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation and of the corporation are:

Mike Deanglis

2020 N.E. 163rd Street, Suite 300
N. Miami Beach, Florida 33162

The officers of the corporation are as follows:

Mike Deanglis

President, Vice-President,

Prepared By: Keith D. Diamond, Esq.
Florida Bar No. 708615
46 S.W. First Street, #400
Miami, Florida 33130
(305) 358-0034

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Secretary, Treasurer

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ARTICLE VII

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The name and address of the person signing these Articles is
 Keith D. Diamond, 46 S. W. First Street, Fourth Floor, Miami, Florida 33130.

ARTICLE VIII

The power to adopt, alter, named or repeal By-Laws shall be vested in the Florida General Corporation Act.

ARTICLE IX

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE X

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

ARTICLE XI

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of January, 1999.

I AM HEREBY familiar with and accept the duties and responsibilities as registered agent for said corporation.

KEITH D. DIAMOND

Subscriber and Registered Agent

STATE OF FLORIDA)

: ss.

COUNTY OF DADE)

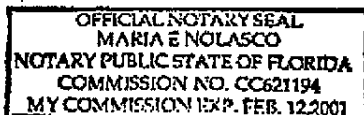
12 The foregoing instrument was acknowledged before me on this day of January, 1999, by Keith D. Diamond, who is personally known to me.

Maria E. Nolasco
 NOTARY PUBLIC, State of Florida

At Large

Print Name: MARIA E. NOLASCO

My Commission Expires:



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