

Law Offices of
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General Counsel to:
AUTO ACCESS, INC.
FLORIDA BLACKTOP, INC.

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February 1, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400002762304--6
-02/02/99--01084--010
****122.00 *****78.75

RE: Articles of Incorporation for
SOUTH BEACH BOUTIQUE, INC.

EFFECTIVE DATE
12-4-99

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation for SOUTH BEACH BOUTIQUE, INC., and my operating account check # 2551 made payable to the Secretary of State in the amount of \$122.00 to cover the cost of filing the Articles. If you have any questions in connection with this matter, please feel free to contact me at your convenience.

Very truly yours,

MARSHALL A. ADAMS, ESQUIRE

MAA/ma

cc: Clients

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FEB 4 1999
FEB 2 1999
TALLAHASSEE FLORIDA
3

ARTICLES OF INCORPORATION
OF
SOUTH BEACH BOUTIQUE, INC.

FILED
99 FEB -2 PM 12:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this Corporation shall be as follows:
SOUTH BEACH BOUTIQUE, INC.

ARTICLE II

The commencement of existence of this Corporation shall be the 4th day of February, 1999.

ARTICLE III

The general purpose for which this Corporation is initially organized shall be the transaction of all lawful business for which corporations may be incorporated under the laws of the State of Florida, and specifically for the operation of a retail gift shop and boutique.

EFFECTIVE DATE
2-4-99

ARTICLE IV

The Corporation shall have authority to issue 1000 shares of common stock, and such shares shall be without par value.

ARTICLE V

The street address of the registered office of the Corporation shall be 1419 Washington Avenue, Miami Beach, FL 33139; and the Registered Agent shall be AMIR BOCTOR.

ARTICLE VI

The Board of Directors shall consist of AMIR BOCTOR.

ARTICLE VII

The President of the Corporation shall be AMIR BOCTOR.

ARTICLE VIII

The Incorporator of this Corporation is AMIR BOCTOR, whose address is 18151 N.E. 31st Court, Penthouse 215, Aventura FL 33160.

I, the undersigned, being the Incorporator hereinabove named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles and, accordingly, have hereunto set my hand and seal this 1st day of February, 1999.


AMIR BOCTOR

STATE OF FLORIDA)
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared

AMIR BOCTOR to me personally known, (or who produced FD# B236-007-61-339-0
as identification) and who did (did not) take an oath.

1st WITNESS my hand and official seal in the County and State named above, this
th day of February, 1999.

My commission expires:

NOTARY PUBLIC



Marshall A. Adams
MY COMMISSION # CC614438 EXPIRES
January 20, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS A REGISTERED AGENT

I, AMIR BOCTOR, do hereby accept the appointment as Registered Agent for
SOUTH BEACH BOUTIQUE, INC., this 1st day of February, 1999.

AMIR BOCTOR

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TALLAHASSEE FLORIDA