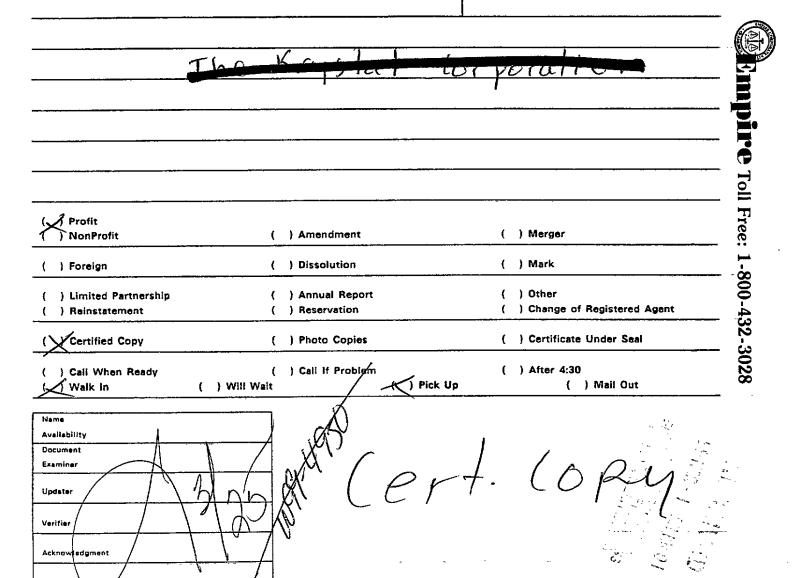
*****78.75 *****78.75

CORPORATION(S) NAME

CRZE031 (R8-85)





FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 1, 1999

EMPIRE

MIAMI, FL

SUBJECT: THE KRYSTAL CORPORATION

Ref. Number: W99000004950

We have received your document for THE KRYSTAL CORPORATION. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 199A00009230

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ARTICLES OF INCORPORATION

OF

PIER 30 DESIGNS, inc.

ARTICLE I - NAME & PRINCIPAL ADDRESS

PIER 30 DESIGNS, INC. 550 Southeast 13th Street, Suite 203 Dania, Florida 33004

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted by law under the laws of the State of Florida and of the United States of America.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) SHARES of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE V - ADDRESS

The initial registered office of this corporation is:

550 Southeast 13th Street, Suite 203 Dania, Florida 33004

The name of the initial registered agent at such address is:

Joseph D. Swiderski

ARTICLE VI - DIRECTOR

The corporation shall have one (1) director initially, whose name and address is as follows:

Janet M. Swiderski 550 Southeast 13th Street, Suite 203 Dania, Florida 33004

ARTICLE VII - SUBSCRIBER

The name and address of the incorporator of this corporation is as follows:

Joseph D. Swiderski 550 Southeast 13th Street, Suite 203 Dania, Florida 33004

IN WITNESS WHEREOF,	the undersigned subscr	riber has executed the fo	regoing Articles of
Incorporation on this 18 day	y of <u>March</u>	, 1999. JOSEPH D. SWII	Day Sill
STATE OF FLORIDA)	(
) ss:		
COUNTY OF BROWARD)		
individual described in and whe before me that he executed the	no executed the foregoing ne same for the purposes and official seal in the Co	-	a, and acknowledged
		Lisa Vital NOTARY PUBLI	<u>l</u>
My Commission Expires:		100 A	e ission CC734018 oril 15, 2002

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND NAMES AND ADDRESSES OF THE OFFICERS AND DIRECTORS

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First - that PIER 30 DESIGNS INC. Acorporation duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation as City of Dania, County of Broward, State of Florida, has named JOSEPH D. SWIDERSKI located at 550 Southeast 13th Street, Suite 203, Dania, Florida, as its agent to accept service of process within this state.

<u>OFFICERS</u>	TITLE	ADDRESS
Jodi B. Rubin	President	550 Southeast 13 th Street, Suite 203 Dania, Florida 33004
Janet M. Swiderski	Vice-President	550 Southeast 13 th Street, Suite 203 Dania, Florida 33004
Janet M. Swiderski	Secretary	550 Southeast 13 th Street, Suite 203 Dania, Florida 33004

BY:

JOSEPH D. SWIDERSKI, Registered Agent

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

SEPH D. SWIDERSKI, Registered Agent