

P990000 30550

Erica's, Inc.
10421 Lake Vista Circle
Boca Raton, Florida 33498
Tel. 561-483-5766

March 1, 1999

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

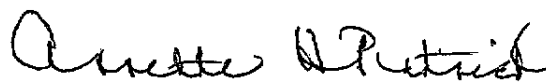
700002804037--9
-03/12/99-01051--017
****122.50 *****78.75

Gentlemen:

Please find enclosed the following:

1. Check made payable to Secretary of State in the amount of \$122.50.
2. Two (2) copies of "Certificate Designating (or Changing) Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served."
3. Two (2) copies of "Articles of Incorporation of ERICA'S, INC."

Sincerely yours,



Annette H. Pitnick, President
ERICA'S, INC.

Enclosures

99 MAR 29 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED
1999
ce



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 18, 1999

ANNETTE H. PITNICK
10421 LAKE VISTA CIRCLE
BOCA RATON, FL 33498

SUBJECT: ERICA'S INC.
Ref. Number: W99000006510

We have received your document for ERICA'S INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 299A00013357

**ARTICLES OF INCORPORATION
OF
ERICA'S ACCESSORIES, INC.**

99 MAR 29 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribe to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is ERICA'S ACCESSORIES, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity permitted under the laws of the United States and of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares having a nominal or par value of One Dollar (\$1.00 per share).

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

**ARTICLE VI - ADDRESS OF REGISTERED
OFFICE AND REGISTERED AGENT**

The initial street address of the Registered Office of this corporation in the State of Florida is 10421 Lake Vista Circle, Boca Raton, Florida 33498.

**ARTICLE VII - PRINCIPAL OFFICE
AND MAILING ADDRESS OF THE CORPORATION**

The initial street address of the principal office and mailing address of this corporation in the State of Florida is 10421 Lake Vista Circle, Boca Raton, Florida 33498.

ARTICLE VIII - DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders.

ARTICLE IX - INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors is:

Annette H. Pitnick	10421 Lake Vista Circle Boca Raton, Florida 33498
--------------------	--

ARTICLE X - SUBSCRIBERS

The names and post office addresses of each subscriber of these Articles of Incorporation, the number of shares of stock that each agrees to take, and the value of the consideration therefore are:

<u>Name</u>	<u>Address</u>	<u>Shares</u>	<u>Consideration Not Less Than</u>
Annette H. Pitnick	10421 Lake Vista Circle Boca Raton, Florida 33498	500	\$500.00

ARTICLE XI - 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 the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII - PRE-INCORPORATION AGREEMENT

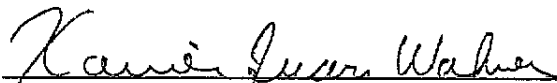
Prior to the filing of these Articles of Incorporation, the subscribers have agreed that they shall cause the corporation to adopt, prior to payment for or issuance of any shares of stock of the corporation, a Section 1244 Stock Plan covering those shares issued pursuant to these Articles.

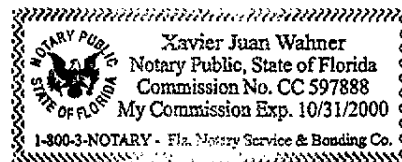
IN WITNESS WHEREOF, the Undersigned have caused their signatures to be placed hereon.


Annette L. Pitnick

STATE OF FLORIDA]
]ss
COUNTY OF PALM BEACH]

I HEREBY CERTIFY that on this 29th day of March, 1999, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared ANNETTE H. PITNICK, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation.


Notary Public - State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that ERICA'S ACCESSORIES, INC....

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Boca Raton, State of Florida, has named ANNETTE H. PITNICK, located at 10421 Lake Vista Circle, Boca Raton, Florida 33498 as its agent to accept service of process within the State of Florida.

Signature: _____

Annette H. Pitnick
ANNETTE H. PITNICK

Title: President

Date: _____

3/29/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Signature: _____

Annette H. Pitnick
ANNETTE H. PITNICK

Date: _____

3/29/99

99 MAR 29 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED