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Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT CORPORATION OR P.A.

you're a doll, inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

August 6, 1999

EMPIRE

SUBJECT: YOU'RE MY DOLL, INC.  
REF: W99000018239

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article VI states there will be 1 director(s), whereas NONE is/are listed.

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Freida Chesser  
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
YOU'RE A DOLL, INC.

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The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

YOU'RE A DOLL, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, county, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation shall be authorized to issue and have outstanding at any one time shall be 10,000 shares of common stock, \$1.00 par value per share.

Howard S. Friedman (606936)  
Fischler & Friedman, P.A.  
116 S.E. Sixth Court  
Fort Lauderdale, FL 33301  
(954) 763-5778

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**ARTICLE IV**  
**TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE V**  
**REGISTERED AGENT AND INITIAL**  
**REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Howard S. Friedman, Esq.  
Fischler & Friedman, P.A.  
116 Southeast 6th Court  
Fort Lauderdale, Florida 33301

**ARTICLE VI**  
**BOARD OF DIRECTORS**

This Corporation shall have at least one director. The initial director of the corporation shall be:

LAURA FRIEDMAN

**ARTICLE VII**  
**INCORPORATOR**

The name of the person signing these Articles of Incorporation as the Incorporator is Laura Friedman and her address is 708 N.E. 25th Way, Fort Lauderdale, Florida 33304.

**ARTICLE VII**  
**INDEMNIFICATION**

This Corporation shall indemnify to the fullest extent permitted by Section 607.0850 of the Florida Business Corporation Act, as may be amended from time to

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time, any director or officer of the Corporation who is a party or who is threatened to be made a party to any proceeding which is a threatened, pending or completed action or suit brought against said officer or director in his official capacity. This Corporation shall not indemnify any director or officer in any action or suit, threatened, pending or completed, brought by him against the Corporation, in the event the officer or director is not the prevailing party. Indemnification of any other persons, such as employees or agents of the Corporation, or serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, or other enterprise, shall be determined in the sole and absolute discretion of the Board of Directors of the Corporation.

Pursuant to Section 607.0850(9)(a) of the Florida Business Corporation Act, no court ordered indemnification shall, under any circumstances, be permitted.

#### ARTICLE IX

##### AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

#### ARTICLE X

##### CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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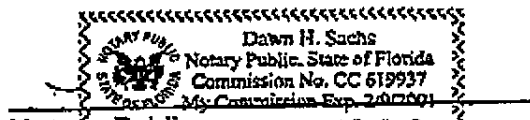
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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation this 11 day of August, 1999.

  
LAURA FRIEDMAN, Incorporator

STATE OF FLORIDA )  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me on this 7 day of August, 1999, by Laura Friedman, as Incorporator, who is personally known.

  
Dawn H. Sachs  
Notary Public, State of Florida  
Commission No. CC 619937  
My Commission Exp. 2/02/01  
Notary Public  
My Commission Expires: 2/9/01  
*Dawn H. Sachs*

(SEAL)

**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND OFFICE FOR SERVICE OF PROCESS**

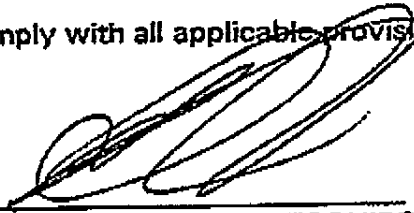
YOU'RE A DOLL, INC., a corporation existing under the laws of the State of Florida, with its principal office and mailing address at: 708 N.E. 25th Way, Fort Lauderdale, Florida 33304, has named Howard S. Friedman, Esq., whose address is Fischler & Friedman, P.A., 116 S.E. 6th Court, Fort Lauderdale, Florida 33301, as its agent to accept service of process within the State of Florida.

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ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law.



HOWARD S. FRIEDMAN, ESQUIRE

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