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PARTY ANIMAL JEANS, INC.  
C/O A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

August 28, 2002

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-09/03/02--01039--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

In Re: Articles of Incorporation of Party Animal Jeans, Inc.

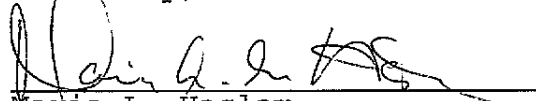
To Whom It May Concern,

Please be advised that any and all correspondence regarding the attached corporation should be sent to the following address:

Party Animal Jeans, Inc.  
C/O A & T Accounting and Taxes  
7098 Bonita Drive  
Miami Beach, Florida 33141

Thank you for your time and cooperation and I look forward to your immediate response. Should you have any questions regarding this corporation or any other matter please do not hesitate to contact me at the above styled address.

Sincerely,

  
Maria L. Haslam  
A&T Accounting and Taxes, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
PARTY ANIMAL JEANS, INC.

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE  
NAME

The name of the corporation is:

PARTY ANIMAL JEANS, INC.

ARTICLE TWO  
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE  
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws

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of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

- 1.) To engage in the business of design and manufacture of women and men apparels including but not limited to the wholesale and retail sales of said apparels, within the United States and throughout the world;
- 2.) To engage in all aspects of the business of designing clothing, accessories both for men and women, including the manufacture of said clothing and accessories, together with its sale, distribution, marketing and promotion throughout the world;
- 3.) To engage in the business of wholesale and retail sales of any kind;
- 4.) To engage in the business of importing and Exporting clothing, apparels for both men and women, accessories, shoes, commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;
- 5.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;
- 6.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

- 7.) Furthermore, the corporation may take lease, Purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;
- 8.) And to engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

#### ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

#### ARTICLE FIVE REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

ANTHONY L. TRULLENQUE, ESQ.  
7098 BONITA DRIVE  
MIAMI BEACH, FLORIDA 33141

The corporate address and/or corporate headquarters shall be located at:

21205 YACHT CLUB DRIVE  
SUITE # 402  
AVENTURA, FLORIDA 33180

ARTICLE SIX  
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

LORENA STRALLNIKOFF  
21205 YACHT CLUB DRIVE  
SUITE # 402  
AVENTURA, FLORIDA 33180

ARTICLE SEVEN  
INCORPORATORS

The initial incorporator is as follows:

LORENA STRALLNIKOFF  
21205 YACHT CLUB DRIVE  
SUITE # 402  
AVENTURA, FLORIDA 33180

ARTICLE EIGHT  
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE  
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 28<sup>th</sup> day of August, two thousand and two (2002).

  
LORENA STRALLNIKOFF  
INCORPORATOR

STATE OF FLORIDA            )  
                                  )  
                                  )     s.s.  
COUNTY OF MIAMI-DADE    )  
                                  )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida, County of

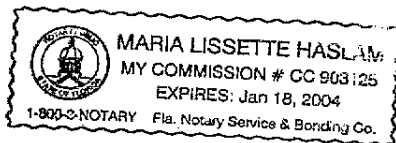
Miami-Dade, and City of Miami Beach, personally appeared :

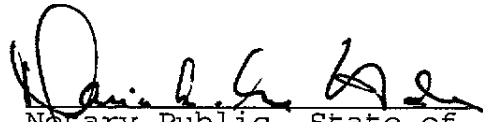
LORENA STRALLNIKOFF

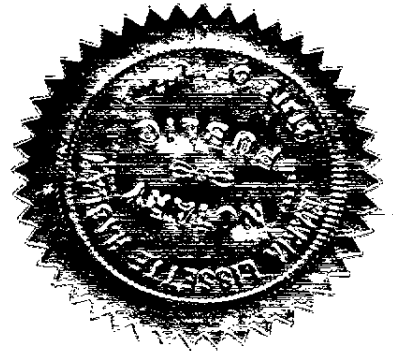
and known to me and known by me to be the person who  
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 28<sup>th</sup> day of August, two thousand and two (2002).

My commission expires:



  
Notary Public, State of  
Florida



DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PURSUANT TO THE FLORIDA STATUTES, the following is submitted  
in compliance with said Statutes:

FIRST--That PARTY ANIMAL JEANS, INC.

is qualified to do business under the laws of the State of  
Florida with its principal office at 21205 Yacht Club Drive,  
Ste. # 402, Aventura, Florida 33180, County of Miami-Dade,  
State of Florida, and has appointed Anthony L. Trullenque,  
Esq. of 7098 Bonita Drive, Miami Beach, Florida 33180, County  
of Miami-Dade, State of Florida, as its agent to accept  
Service of Process within this State.

#### ACKNOWLEDGMENT

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  
further agree to comply with the provision of said Statutes  
relative to keeping open said office.

BY:   
Anthony L. Trullenque, Esq.  
REGISTERED AGENT