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FLORIDA PROFIT/NON PROFIT CORPORATION
BSG FASHION GROUP, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
BSG FASHION GROUP, INC.**

The undersigned incorporators desire to form a corporation pursuant to Chapter 607, Florida Statutes and hereby adopt the following articles of incorporation for such corporation.

ARTICLE I

NAME: *The name of the corporation shall be:*

BSG FASHION GROUP, INC.

ARTICLE II

PURPOSE AND POWER: *The purpose for which the corporation is formed is to engage in any activity and business permitted under the laws of the State of Florida.*

ARTICLE III

PRINCIPAL OFFICE: *The address of the corporation's principal office shall be:*

**475 BRICKELL AVENUE
SUITE #1712
MIAMI, FL 33131**

ARTICLE IV

INCORPORATOR(S): *The name and address of the incorporator(s) is (are):*

**GIANFRANCO DE SIMONE
475 BRICKELL AVENUE
SUITE #1712
MIAMI, FL 33131**

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ARTICLE V

DIRECTORS: *The number of directors constituting the corporation's initial*

Board of Directors is (are) three whose name and addresses is (are):

<i>ROSA CAROLINA CHAZZIN</i>	<i>NATALINO DE SIMONE</i>	<i>VITO SARDONE</i>
<i>AV. 156, RES. PARQ. GUAPARO, #0-2</i>	<i>URB. CASTILLITO, AV 65, #99-120</i>	<i>URB. CASTILLITO, AV 65, #99-120</i>
<i>VALENCIA, CARABOBO 2001 VENEZUELA</i>	<i>VALENCIA, CARABOBO 2001 VENEZUELA</i>	<i>VALENCIA, CARABOBO 2001 VENEZUELA</i>

OFFICERS: *The officers of the corporation will be as follows:*

<i>President:</i>	<i>GIANFRANCO DE SIMONE</i>	<i>475 BRICKELL AVENUE, SUITE #1712, MIAMI, FL 33131</i>
<i>Vice-President:</i>	<i>FABRIZIO DE SIMONE</i>	<i>AV. 156, RES. PARQ. GUAPARO, #0-2, VALENCIA, CARABOBO 2001 VENEZUELA</i>
<i>Secretary:</i>	<i>ROSA CAROLINA CHAZZIN</i>	<i>AV. 156, RES. PARQ. GUAPARO, #0-2, VALENCIA, CARABOBO 2001 VENEZUELA</i>
<i>Treasurer:</i>	<i>NATALINO DE SIMONE</i>	<i>URB. CASTILLO, AV 65, #99-120, VALENCIA, CARABOBO 2001 VENEZUELA</i>

ARTICLE VI

SHARES OF STOCKS: *The aggregate number of shares of stock the corporation*

*is authorized to issue is **100** shares which shares shall be common stock having*

***\$1.00** par value.*

ARTICLE VII

DURATION: *The duration of the corporation shall be perpetual.*

ARTICLE VIII

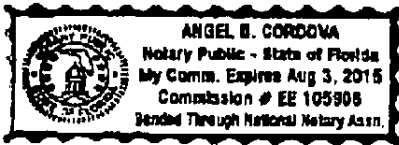
REGISTER AGENT: *The name and address of the permanent registered agent is:*

GIANFRANCO DE SIMONE
475 BRICKELL AVENUE
SUITE #1712
MIAMI, FL 33131

IN WITNESS THEREOF, We have executed these articles of Incorporation in Miami- Dade County, Florida on this 31st day of July, 2012


GIANFRANCO DE SIMONE

SWORN AND SUBSCRIBED before me on this 31st day of July, 2012



[Signature]

ANGEL D. CORBOVA
 NOTARY PUBLIC, State of Florida

In compliance with section 607.034 of the Florida Statutes, the following is submitted:
 desiring to organize or qualify under the laws of the State of Florida, with its principal
 place of business in the City of MIAMI county of MIAMI DADE State of Florida has
 name GIANFRANCO DE SIMONE located at 475 BRICKELL AVENUE, #1712,
 MIAMI, FLORIDA 33131 as its agent to accept service of process within the State of
 Florida

Mailing address is: 475 BRICKELL AVENUE
 SUITE #1712
 MIAMI, FL 33131

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ACKNOWLEDGMENT

Having been named to accept service of process for the above mentioned corporation,
 at the place designated in this Certificate, I hereby am familiar with and accept the duties
 and responsibilities as register agent for said corporation and agree to act in this capacity,
 and further agree to comply with the provisions of all Statutes relative to the proper and
 complete performance of my duties.

Dated this 31st day of July, 2012

X *[Signature]*

GIANFRANCO DE SIMONE
 REGISTER AGENT