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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
33418-0000
TALLAHASSEE, FL 32399
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(((H96000011847)))
OR P.A.

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

NAME: FANTASY FASHION DREAMS, CORP.
FAX AUDIT NUMBER: H96000011847
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

FANTASY FASHION DREAMS, CORP.

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TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

FANTASY FASHION DREAMS, CORP.

Its principal office and mailing address shall be located at

380 East 9th Street Suite 13

Hialeah, Florida 33010

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of five dollars (\$5.00) par value Common Stock, which shall be designated "COMMON SHARES"

Document prepared by: Fernando Jimeno 19754 NW 61 Ave Miami, Fl. 33015 (305) 621-4842

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

MIRIAM C. LOPEZ
380 East 9th Street Suite 13
Hialeah, Florida 33010

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

MIRIAM C. LOPEZ
380 East 9th Street Suite 13
Hialeah, Florida 33010

President, Secretary

MIRIAM LOPEZ
380 East 9th Street Suite 13
Hialeah, Florida 33010

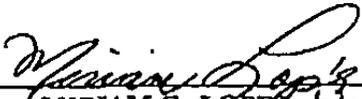
Director

ARTICLE VII - INCORPORATOR

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

MIRIAM C. LOPEZ
380 East 9th Street Suite 13
Hialeah, Florida 33010

IN WITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 23rd day of August, 1996



MIRIAM C. LOPEZ, Incorporator

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF REGISTERED AGENT
OF
FANTASY FASHION DREAMS, CORP.**

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

380 East 9th Street Suite 13
Hialeah, Florida 33010

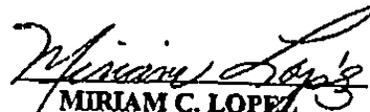
has name

MIRIAM C. LOPEZ

located at the aforesaid address, as its Registered 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 accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


MIRIAM C. LOPEZ
Registered Agent

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