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November 25, 1997

VIA FEDERAL EXPRESS #: 3642751475

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-11/26/97--01077--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

State of Florida  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

RE: First Fashion U.S.A., Inc.

TO WHOM IT MAY CONCERN:

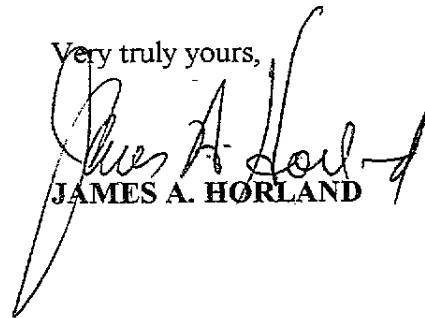
Enclosed you will find the following:

1. Original and one copy of Articles of Incorporation for First Fashion U.S.A., Inc.
2. Check payable to Secretary of State in the amount of \$70.00 to cover the \$35.00 filing fee and the \$35.00 registered agent fee.

Please file the original and return a stamped-in copy (uncertified) of the Articles of Incorporation in the stamped, pre-addressed envelope enclosed herewith.

Thank you for your assistance.

Very truly yours,

  
JAMES A. HORLAND

97 NOV 28 AM 10:08  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAH/pb  
Enclosure

me 12/2/97

**ARTICLES OF INCORPORATION**  
**OF**  
**FIRST FASHION U.S.A., INC.**

**FILED**  
97 NOV 26 AM 10:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**FIRST FASHION U.S.A., INC.**

The address of the principal office of this corporation shall be 11099 Helena Drive, Embassy Lakes, Cooper City, Florida 33026, and the mailing address of the corporation shall be the same.

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$.01 par value per share.

**ARTICLE IV. REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 11099 Helena Drive, Embassy Lakes, Cooper City, Florida 33026, and the name of the initial registered agent of the corporation at that address is Edward S. Smith, Jr.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VII. OFFICERS AND DIRECTORS**

This corporation shall have one officer and one director, initially, or such other number of officers and directors as are set forth in the By-laws of the Corporation. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

**Edward S. Smith, Jr., President and Director**

11099 Helena Drive

Embassy Lakes

Cooper City, Florida 33026

**Lee Tang Friendly, Director**

RM 801-6 Pakpolee Commercial Centre

1A-1K, SA1 Yeung CH01 Street, Mongkok

Kowloon, Hong Kong

**Wan Wendy Wai Ying Leung, Director**

RM 801-6 Pakpolee Commercial Centre

1A-1K, SA1 Yeung CH01 Street, Mongkok

Kowloon, Hong Kong

**ARTICLE VIII. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

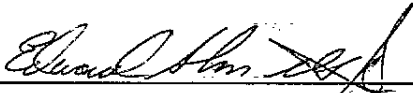
**Edward S. Smith, Jr.**

11099 Helena Drive

Embassy Lakes

Cooper City, Florida 33026

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 25th day of November, 1997.

  
EDWARD S. SMITH, JR.

**ACCEPTANCE OF REGISTERED AGENT**  
**DESIGNATED IN ARTICLES OF INCORPORATION**

Edward S. Smith, Jr., having a business office of 11099 Helena Drive, Embassy Lakes, Cooper City, Florida 33026, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
EDWARD S. SMITH, JR., Registered Agent

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FILED  
97 NOV 26 AM 10: 08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA