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FLORIDA PROFIT CORPORATION OR P.A.

MARCELLA DESIGNS, INC.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 28, 1999

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SUBJECT: MARCELLA DESIGNS, INC.  
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ARTICLES OF INCORPORATION

OF

**MARCELLA DESIGNS, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of the corporation shall be:

**MARCELLA DESIGNS, INC.**

The principal place of business of this corporation shall be 16065 S.W. 112 Terrace, Miami, Florida 33196.

**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 500 shares of common stock \$1 per value per share.

**ARTICLE IV - ADDRESS**

The street address of the initial registered office of the corporation shall be 16065 S.W. 112 Terrace Miami, Fl 33196 and the name of the initial registered agent of the corporation at that address is Jose A. Villarreal.

Prepared by:  
Maria de los Angeles Torres, Esq  
175 Fontainebleau Blvd. # 2-G-8  
Miami, Fl. 33172 - (305) 552-5793  
Bar No.: 0108553

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**ARTICLE V - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI - OFFICERS AND DIRECTORS**

This corporation shall have three officers and three directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are appointed are:

Norma L. Villarreal                      16065 SW 112 Terrace  
President/Dir.                                      Miami, FL. 33196

Jose A. Villarreal                        16065 SW 112 Terrace  
Vice-President/Dir.                              Miami, FL 33196

Gloria L. Cano                              14921 SW 80 St. #212  
Secretary/Dir.                                      Miami, FL 33193

**ARTICLE VII - INCORPORATOR**

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

Jose A. Villarreal  
16065 SW 112 Terrace  
Miami, FL. 33196

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of May, 1999.

  
Incorporator


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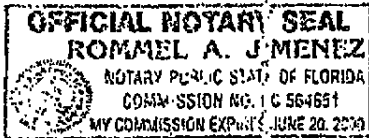
STATE OF FLORIDA )  
COUNTY OF MIAMI DADE )

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Jose A. Villarreal, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me he executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 26th day of May, 1999.

  
Notary Public

My commission expires:



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**CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON WHOM PROCEEDS MAY BE SERVED**

**WITNESSETH:**

That MARCELLA DESIGNS, INC. desiring to organize under the laws of the State of Florida, which will have its principal office in the county of Miami Dade, State of Florida, has appointed Jose A. Villarreal/16065 SW 112 Terr. Miami, FL 33196 as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named by the first Board of Directors to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 26th day of May, 1999.

  
Resident Agent

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TALLAHASSEE, FLORIDA

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