Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (305)672-0686 Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Funk Couture Boutique Inc.

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ARTICLES OF INCORPORATION

Article I. Name

4-27-00

The name of this Florida corporation is: Funk Couture Boutique Inc.

Article II. Address

The Corporation's mailing address is: Funk Couture Boutique Inc. 1131 N. Northlake Drive Hollywood FL 33019

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Susan Martinez-Yancey 1131 N. Northlake Drive Hollywood FL 33019

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Susan Martinez-Yancey Lillian S. Holiday Stacey M. Goodman

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Richard Boucher, Esq. 150 Alhambra Circle Suite 1270 Coral Gables FL 33134 305-446-8888 DIVISION OF CORPORATIONS

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Richard Boucher, Esq. 150 Alhambra Circle Suite 1270 Coral Gables FL 33134

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 27, 2000.

The undersigned incorporator executed these Articles of Incorporation on April 28, 2000.

RICHARD BOUCHER, ESQ.

by L.A. Uriarte as attorney-in-fact

Richard Boucher, Esq. 150 Alhambra Circle Suite 1270 Coral Gables FL 33134 305-446-8888

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CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Funk Couture Boutique Inc.

REGISTERED AGENT/OFFICE: Susan Martinez-Yancey 1131 N. Northlake Drive Hollywood FL 33019

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

SUSAN MARTINEZ-YANCEY by L.A. Uriarte as attorney-in-fact

Date: April 28, 2000

Richard Boucher, Esq. 150 Alhambra Circle Suite 1270 Coral Gables FL 33134 305-446-8888 DIVISION OF CORPORATIONS

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