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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

June 6, 2000

SUBJECT: GERLIS, Inc.
TRANSMITTAL LETTER

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check for \$78.75 to cover the costs associated with the filing of the above referenced Corporation.

Thank you for your attention to this matter.

Sincerely,



Luis C. Pino
7741 S.W. 21 Street
Miami, Florida 33155
(305) 262-3861

c: Mr. Gerson J. Ostos
Mr. Jefferson Ostos

Enclosures as indicated

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T. Burch JUN 15 2000

ARTICLES OF INCORPORATION

IN COMPLIANCE WITH CHAPTER 607, FLORIDA STATUTES (1999):

ARTICLE I. NAME

The name of the corporation shall be *GERLIS, Inc.*

ARTICLE II. PRINCIPAL OFFICE

The principal place of business / mailing address is 1905 -155 West 35th Street, Hialeah, Florida 33016.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is for the wholesale and retail sale of leather goods.

ARTICLE IV. SHARES

The number of shares of stock is five hundred (500) at \$1.00 par value.

ARTICLE V. INITIAL OFFICERS / DIRECTORS

The name(s) and address(es) of the officers are:

President:

Gerson J. Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

Vice-President:

Jefferson Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

Treasurer:

Gerson J. Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

Secretary:

Jefferson Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

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The name(s) and address(es) of the directors are:

Gerson J. Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

Jefferson Ostos
15355 S.W. 76th Terrace
Apt. #103
Miami, Florida 33193

ARTICLE VI. REGISTERED AGENT

The name and Florida street address of the registered agent is:

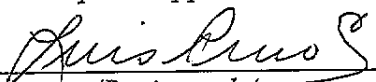
Luis C. Pino
7741 S.W. 21 Street
Miami, Florida 33155

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

Luis C. Pino
7741 S.W. 21 Street
Miami, Florida 33155

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity



Signature/Registered Agent

6/05/2000

Date



Signature/Incorporator

6/05/2000

Date