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Florida Department of State

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

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To:

Division of Corporations

: (850)922-4001 Fax Number

From:

: CORPORATE CREATIONS INTERNATIONAL INC. Account Name

Account Number : 110432003053 _ : (305)672-0686

: (305)672-9110 Fax Number

FLORIDA PROFIT CORPORATION OR P.A.

El Huarache Clothing, Inc.

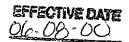
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: El Huarache Clothing, Inc.

Article II. Address

The Corporation's mailing address is: El Huarache Clothing, Inc. 1696 Old Okeechobee Road 1-B West Palm Beach FL 33409

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Corporate Creations Enterprises Inc. 941 Fourth Street #200 Miami Beach FL 33139

DO JUN 15 AM 9: 12 SECRETARY OF STATE SECRETARY OF STATE

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Michael Summers

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.

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

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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: Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 8, 2000.

The undersigned incorporator executed these Articles of Incorporation on June 14, 2000.

CORPORATE CREATIONS INTERNATIONAL INC.

Andreas M. Kelly Vice President

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

El Huarache Clothing, Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Enterprises Inc.

941 Fourth Street #200

Miami Beach FL 33139

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.

CORPORATE CREATIONS ENTERPRISES INC.

Andreas M. Kelly, Vice President

Date: June 14, 2000

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