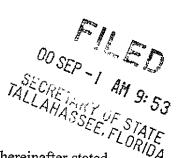
000084361 Requester's Name X-CLUSIVE WEAR INC 3600 S STATE ROAD 7 STE 229 300003380043--1 -09/01/00--01041--009 *****78.75 ******78.75 MIRAMAR, FL 33023 City

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AMENDMENTS				
 □ Amendment □ Resignation of R.A., Officer/Director □ Change of Registered Agent □ Dissolution/Withdrawal □ Merger 				
REGISTRATION	<u>/QUALIFICATION</u>			
Foreign Limited Partne Reinstatement Trademark Other	-			
	- (Document #) - (Document #)			

ARTICLES OF INCORPORATION

OF

X-CLUSIVE WEAR, INC.



We the undersigned, in order to form a Corporation for profit for the purpose hereinafter stated, under and pursuant to the division of the Florida Statutes, do hereby subscribe to this Certificate of Incorporation, and do adopt the following Articles of Incorporation:

	ARTICLE I
The name of the Corporation shall be:	X-Clusive Wear, Inc.

ARTICLE II

The Corporation shall have a perpetual existence.

ARTICLE III

The maximum number of shares this Corporation shall have outstanding any time shall be $\underline{500}$ shares of common stock all of which shall be of $\underline{\$1.00}$ par value and each of which shall be issued fully paid and non assessable.

ARTICLE IV

The initial Registered Office of this corporation shall be at 3600 S State Road 7 Ste. 229.

Miramar, FL 33023 and the initial Registered Agent of this Corporation at such address shall be Ada F. Bravo.

ARTICLE V

The initial Post Office Address of the principal office of this Corporation in the State of Florida is:

3600 S State Road 7, Ste. 229, Miramar, FL 33023

ARTICLE VI

The names and post office addresses of the first Board of Directors and offices of this Corporation, who shall hold office for the first year of its existence or until successors are elected and qualified are as follows:

Maria R. Vieitez P/S/D		
6795 SW 132 nd Avenue, Apt. 110 Miami, FL 33183		
Franco D, Torres VP/T/D		
6795 SW 132nd Avenue Apt 110 Miami El 22192	<u> </u>	

ARTICLE VII

The names and	post office	addresses o	f the	incorporator/s	of this	Article of	Incorporation	are as
follows:								

Ada F. Bravo

3600 S State Road 7, Ste. 229 Miramar FL 33023

ARTICLE VIII

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

IN WITNESS WHEREOF, the incorporators have hereunto set their respective hands and seals this 30th day of August, 20 00.

Having been named Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent

Data

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