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M.R.GENERAL SERVICE INSURANCE

October 2, 2000

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATION
P.O.BOX 6327
TALLAHASSEE, FLORIDA 32314

FILED
00 OCT -6 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Dear SECRETARY

Please send back to us the articles of incorporation of M.T.
FASHION GROUP CORP. In order to we can complete the
incorporation kid. For the corporation in reference.

If you have any question please feel free to call us

Sincerely,

MANUEL RICHARDSON
General Manager

2093 SW FIRST STREET MIAMI, FL 33135
TEL 305-644-9333 FAX 305-541-0985

10/9

**ARTICLES OF INCORPORATION
OF**

M.T. Fashion Group Corp.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a corporation for profit under Chapter 607 of the Florida.

ARTICLES I.- NAME

The name of the Corporation is **M.T. FASHION GROUP CORP.**

ARTICLES 2.-

The Corporation shall be engage in any activity or business permitted sunder laws of the United State and the State of Florida

ARTICLES 3.-PRINCIPAL OFFICE

The address of the principal office of the Corporation is
**1946 SW 8 STREET
MIAMI, FLORIDA 33135**

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ARTICLES 4. - INCORPORATORS

The name and the address of the Incorporator of this Corporation:
Is:

**MARIA T FLORES
1946 SW 8 STREET
MIAMI, FLORIDA 33135**

ARTICLES 5. - PRESIDENT

The initial president of the corporation shall be **MARIA T. FLORES** whose address shall be the same as the principal office of the Corporation.

ARTICLES 6.- CORPORATE CAPITALIZACION

6.1.- The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having a value of ONE DOLLAR (\$1.00)

6.2- No holder or shares of stock of any class have preemptive right to subscribe to our purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance.

6.3.- The board of directors of the corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as we may be set forth in the bylaws of the Corporation.

6.4.- The board of directors of the corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions of redemption of stock.

ARTICLE 7.- POWERS OF CORPORATION

The Corporation shall have the same power as an individual to do all things necessary of convenients to carry out its business and

affairs, subject to any limitations or restrictions imposed by applicable law of these Articles of Incorporations.

ARTICLE 8.- TERM OF THE EXISTENCE

This Corporation shall have a perpetual existence

ARTICLE 9.- TITLE

The Corporation, to the extended permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLES 10.- REGISTERED OFFICE AND REGISTERED AGENT.

The name and address of the registered agent of this Corporation is **MARIA T. FLORES**, *1946 S.W. 8 Street,*
MIAMI, FLORIDA 33135

ARTICLE 11. - BY LAWS.

The Board of directors of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of number of directors equal to a majority of number would constitute-a full Board of directors at the time of such action shall be necessary to take any for the making, alteration, amendment or repeal of the Bylaws.

ARTICLES 12.- EFFECTIVE DATE

These Articles of Incorporation shall be effective immediate upon approval of the Secretary of State, State of Florida.

ARTICLES 13 AMENDMENT.

The Corporation reserve the right to amend, alter, change or repeal any provision contained in these articles of Incorporation, or in any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles in Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand seal, acknowledge and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this **10-02-00**.



MARIA T FLORES (INCORPORATORS)

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

The undersigned **MARIA T FLORES** having been designated as
Registered Agent in the above and foregoing Articles of
Incorporation is familiar with and accept the obligations of the
position of Registered Agent under section 607-0505, Florida
Statutes.

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00 OCT - 6 PM 3:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Maria T Flores