



H. N. RAMCHARITAR INC.

• MONTHLY WRITE-UP • QUARTERLY P/R TAXES • PAYROLL SERVICES • ACCOUNTING & TAX SERVICES • INDIVIDUAL • SMALL BUSINESS • CORPORATION • PARTNERSHIP

PO/000040305

Attn: Beth Register. Corporate Specialist Supervisor

Secretary of State
State of Florida
Division of Corporations
409 E. Gaines Street
Tallahassee, FL. 32314

Dear Ms. Register:

Please find enclosed a check for Seventy - Eight dollars and seventy-five cents (\$78.75) .
and the ARTICLES OF INCORPORATION for
NU-LOOKS INT'L, INC.

000004036230--3
-04/20/01--01100--019
*****78.75 *****78.75

These check are for the following:-

Filing Fees	\$ 35.00
Certified Copy	8.75
Registered Agent Designation	35.00

	\$ 78.75
	=====

NU-LOOKS INT'L, INC. Will be a corporation FOR PROFIT.

I am enclosing a RETURN ADDRESSED FEDERAL EXPRESS AIR BILL, please use to return the corporation documents. Postage will be paid by receiver.

Sincerely,


Hilton N. Ramcharitar

April 16, 2001

FILED
01 APR 20 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED APR 20 2001

ARTICLES OF INCORPORATION OF NU-LOOKS INT'L, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate to form a corporation under the laws of the State of Florida and hereby does adopt the following Articles of Incorporation.

ARTICLE I.

The name of this corporation is: NU-LOOKS INT'L, INC.

ARTICLE II.

The initial post office address of the principal office of this corporation in the State of Florida is::

1837 SOUTH STATE ROAD 7
FORT LAUDERDALE, FL. 33317

ARTICLE III.

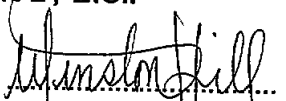
The maximum number of shares of this corporation shall be Ten Thousand (10,000) shares, said shares having a par value of One Dollar (\$1.00) each, and to be fully paid and non-assessable, all of which shall be common stock, and the same shall be issued and sold for such consideration as may be fixed by the Board of Directors hereof. Said shares of stock shall be issued, sold, or transferred only in accordance with the by-laws of the corporation as the corporation may, from time to time, make, and all of said shares of stock shall be paid for in cash, property, labor or services, it being recognized that property, labor or services may be purchased or paid for with the capital stock of the corporation at a just valuation.

ARTICLE IV.

ACKNOWLEDGMENT OF REGISTERED AGENT.


Having been named to accept service of process for the above Corporation, at the place designated on this certificate, I hereby accept this appointment as REGISTERED AGENT of
NU-LOOKS INT'L, INC..

SIGNATURE:


WINSTON HILL
(REGISTERED AGENT)

DATE:

APRIL 16, 2001.


HILTON N. G. RAMCHARITAR
Notary Public,
State of Florida.

My Commission Expires:

April 18, 2005.



Hilton N. G. Ramcharitar
Commission # DD 006372
Expires April 18, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 20 PM 1:50

FILED

ARTICLE V.

The name and address of the person signing these Articles is:

WINSTON HILL
10840 - 109TH STREET
RICHMOND HILL, NY. 11419

ARTICLE VI.

The general nature of the business to be transacted by this Corporation is to engage in every aspect and phase of Wholesale and Retail Sales and Services, to purchase, lease, rent or otherwise acquire suitable property, and to buy and sell any and all commodities in connection with such operations. To establish franchises or subsidiaries or otherwise expand this business, as may seem fit by the Directors.

This corporation is organized for the purpose of carrying on and conducting any business or businesses and every act of deed pertaining thereto, either directly or indirectly, which can lawfully be done under the laws of the State of Florida, and to such engage in and carry on said business or businesses in Florida or in any other State of the United States of America, Territory or Nation.

ARTICLE VII.

The amount of Capital with which this Corporation will begin business will not be less than: One Thousand Dollars (\$1,000.).

ARTICLE VIII.

The term for which this corporation shall exist shall be perpetual.

ARTICLE IX.

This Corporation shall have ONE Director Initially. The number of Directors may be increased or diminished from time to time by the by-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE X.

The name(s) and address(es) of the initial Director(s) of this Corporation is (are):

WINSTON HILL
10840 - 109TH STREET
RICHMOND HILL, NY 11419

ARTICLE XI.

The names and addresses of the officers who are to conduct the businesses of this Corporation until those elected at the first election are as follows:

President:

WINSTON HILL
10840 - 109TH STREET
RICHMOND HILL, NY 11419

Secretary:

WINSTON HILL
10840 - 109TH STREET
RICHMOND, NY 11419

Treasurer:

WINSTON HILL
10840 - 109TH STREET
RICHMOND HILL, NY 11419

ARTICLE XII.

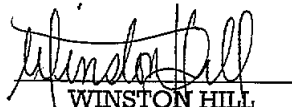
The following person has been named by this Corporation to accept service of process within the State of Florida:

WINSTON HILL
1837 S. STATE ROAD 7
FT. LAUDERDALE, FL. 33317

ARTICLE XIII.

This Corporation reserves the right to amend or repeal any provisions contained in these "ARTICLES OF INCORPORATION" or any amendments thereto and any right conferred upon the shareholders is subject to this reservation.

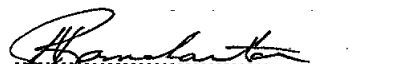
IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER has executed these Articles of Incorporation this 16TH day of APRIL, 2001.


WINSTON HILL
Subscriber

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 16TH day of APRIL, 2001, by WINSTON HILL who is personally known to me or who has produced ONTARIO DRIVER'S LICENSE No. H4530-788-05-20901 as identification and who did take an oath.

WITNESS my hand and official seal.


HILTON N. G. RAMCHARITAR
Notary Public, State of Florida.



Hilton N. G. Ramcharitar
Commission # DD 006372
Expires April 18, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires: APRIL 18, 2005.