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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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 -06/18/01--01042--015
 *****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. DMBG LUGGAGE INTERNATIONAL, INC.
 (Corporation Name) (Document #)

2. _____
 (Corporation Name) (Document #)

3. _____
 (Corporation Name) (Document #)

4. _____
 (Corporation Name) (Document #)

- Walk in
 Pick up time 2.00
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

01 JUN 18 PM 1:28
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA
FILED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

6/18

ARTICLES OF INCORPORATION

OF

DMBG LUGGAGE INTERNATIONAL, INC.

FILED
01 JUN 18 PM 1:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, desiring to form a corporation under the law of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liabilities, rights and privileges and immunities of corporations for profit, certifies that:

ARTICLE I - NAME

The name of this corporation is: DMBG LUGGAGE INTERNATIONAL, INC.

ARTICLE II - EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of no par, which shall be designated as common shares.

ARTICLE V - ADDRESS

The street address and mailing address of the registered office of this Corporation is:

2000 SOUTH DIXIE HIGHWAY, SUITE 100-M, MIAMI, FLORIDA 33133
and the name of the initial registered agent of this corporation at that address is:

MICHEL HUYSMAN, ATTORNEY AT LAW

who hereby is familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VI - DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminish from time to time in accordance with the by-laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

ANUP KUMAR DARYANI

The principal corporate office is at:

10451 NW 36 STREET, MIAMI, FLORIDA 33178.

ARTICLE VII - SUBSCRIBERS

The name and address of the Incorporator signing these Articles of Incorporation is:

ANUP KUMAR DARYANI, 10451 NW 36 STREET, Miami, FL 33178.

ARTICLE VIII - ALIENATION OF SHARES

No shareholder of the Corporation may sell or transfer his shares to another without first offering them to the other shareholders of the Corporation, and he must offer them at the same price.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws of this Corporation shall be vested in the Board of Directors and Shareholders.

ARTICLE X - DIRECTORS' COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Directors of the Corporation.

ARTICLE XI - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation;

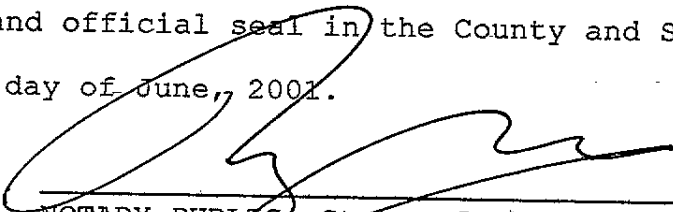


INCORPORATOR

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned authority, personally appeared ANUP KUMAR DARYANI, to me well known and known to me to be the individual described herein and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

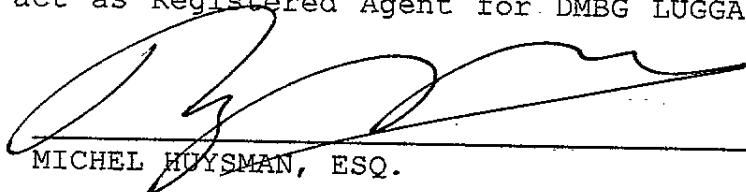
WITNESS, my hand and official seal in the County and State named above, this 14th day of June, 2001.



NOTARY PUBLIC, State of Florida at Large
My Commission Expires: Michel Huysman
MY COMMISSION # DD010119 EXPIRES
May 2, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

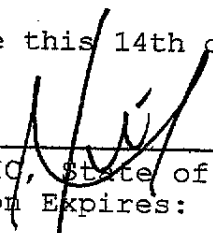


THE UNDERSIGNED hereby notifies that he has accepted the position and agrees to act as Registered Agent for DMBG LUGGAGE INTERNATIONAL, INC.

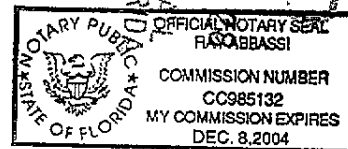


MICHEL HUYSMAN, ESQ.

SWORN TO and subscribed before me this 14th day of June, 2001.



NOTARY PUBLIC, State of Florida at Large
My Commission Expires:



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01 JUN 18 PM 1:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA