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Florida Department of State
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Nix Nax Thrift & Consignment, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Nix Nax Thrift & Consignment, Inc.

Article II. Address

The Corporation's mailing address is:
Nix Nax Thrift & Consignment, Inc.
10625 S.W. 112 Avenue
Apt. 213
Miami FL 33176

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Sophia N. Chung
10625 S.W. 112 Avenue
Apt. 213
Miami FL 33176

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Sophia N. Chung

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.

Matias R. Dorta | FL Bar Member 770817
Tew Cardenas Rebak Kellogg Lehman DeMaria Tague Raymond & Levine,
Miami Center, Suite 2600
201 South Biscayne Boulevard
Miami FL 33131-4336
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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Matias R. Dorta

Tew Cardenas Rebak Kellogg Lehman DeMaria Tague Raymond &

Miami Center, Suite 2600

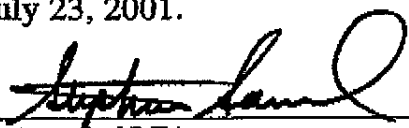
201 South Biscayne Boulevard

Miami FL 33131-4336

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 23, 2001.

The undersigned incorporator executed these Articles of Incorporation on July 23, 2001.



MATIAS R. DORTA

by S. T. Samuel as attorney-in-fact

Matias R. Dorta | FL Bar Member 770817

Tew Cardenas Rebak Kellogg Lehman DeMaria Tague Raymond & Levine,

Miami Center, Suite 2600

201 South Biscayne Boulevard

Miami FL 33131-4336

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Nix Nax Thrift & Consignment, Inc.

REGISTERED AGENT/OFFICE:

Sophia N. Chung
10625 S.W. 112 Avenue
Apt. 213
Miami FL 33176

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.



SOPHIA N. CHUNG
by S. T. Samuel as attorney-in-fact

Date: July 23, 2001

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Matias R. Dorta | FL Bar Member 770817
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