

PD1000096014
TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-10/01/01--01017--025
*****78.75 *****78.75

SUBJECT: MEG FASHIONS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Mrs. Maria E. Gallardo
Name (Printed or typed)

1150 NW 72nd Avenue, Suite 730
Address

Miami, FL 33126
City, State & Zip

(305) 597-9731
Daytime Telephone number

01 OCT - 1 PM 3:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

PS
10/4/01

FILED

01 OCT -1 PM 3:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MEG FASHIONS, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be "MEG FASHIONS, INC."

ARTICLE II: PURPOSE

The corporation is organized for the purpose of transacting any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The amount of capital stock authorized shall be FIVE HUNDRED (500) SHARES, all of which shall have a par value of ONE DOLLAR (\$1.00)-. The amount of capital stock with which the corporation will begin business is FIVE HUNDRED DOLLARS (\$500.00).

ARTICLE IV: DURATION

The corporation shall have perpetual existence.

ARTICLE V: REGISTERED AGENT AND OFFICE

Pursuant to the provisions of Florida Statutes, the undersigned corporation, organized under the Florida Business Corporation Act, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name and street address of the registered agent and office of the corporation will be Maria E. Gallardo, 1150 NW 72nd Avenue, Suite 730, Miami, Florida, 33126.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The directors of this corporation shall number of at least one (1) but no more than nine (9).

The name and street address of the members of the first Board of Directors, who shall hold office until the first meeting of the stockholders, is as follows:

N A M E	A D D R E S S	
Maria E. Gallardo	1150 NW 72nd Avenue, Suite 730 Miami, FL 33126	President
Eduardo Gallardo	1150 NW 72nd Avenue, Suite 730 Miami, FL 33126	Vice President

ARTICLE VII : INCORPORATORS

The name and street address of the subscribers of this Certificate of Incorporation and a Statement of the number of shares of stock and the value of the consideration therefore which the subscribers agree to take are as follows :

NAME	ADDRESS	SHARES	VALUE
Maria E. Gallardo	1150 NW 72nd Avenue, Suite 730 Miami, FL 33126	250	\$250
Eduardo Gallardo	1150 NW 72nd Avenue, Suite 730 Miami, FL 33126	250	\$250

ARTICLE VIII: REQUIREMENTS FOR THE DIRECTORS

It shall not be necessary for a Director to own or hold any of the capital stock of the corporation.

ARTICLE IX : INDEMNIFICATION

Insofar as the same is not contrary to the laws of the State of Florida, in case the corporation enters in contracts or transacts business with one or more of its directors, or with any firm in which one or more of its directors are members, or with any association or other corporation of which one or more of its directors are directors or officers, such contract or transaction shall not be invalid or in any way affected by the fact that such director or directors were or may be adversely interested there in, even though the vote of the director or directors having such adverse interest shall have been necessary to obligate the corporation upon such contract or transaction, and even though the fact of such adverse interest may not have been disclosed prior to the time when the corporation becomes obligated thereon, no such director or directors shall be liable to the corporation or to any stockholder or creditor thereof by reason of any such contract or transaction, nor shall such director or directors be accountable for any gain or profit realized thereon. This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X : AMENDMENT

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

ARTICLE XI : PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is:

1150 NW 72nd Avenue, Suite 730
Miami, FL 33126

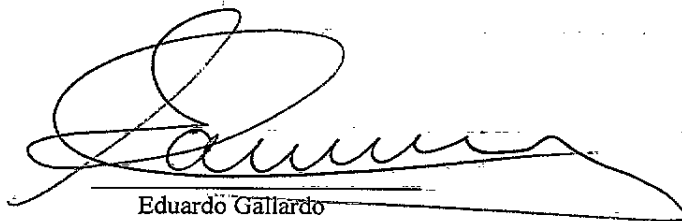
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, the undersigned corporation, organized under the Florida Business Corporation Act, submits the following statement in designating the registered agent/registered office in the State of Florida.

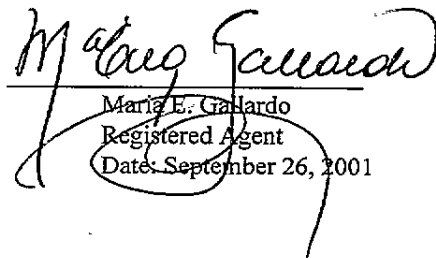
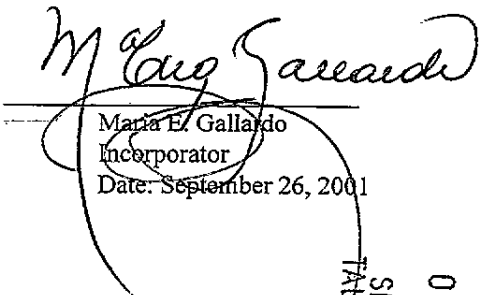
The name of the corporation is "MEG FASHIONS, INC."

MARIA E. GALLARDO
1150 NW 72nd Avenue, Suite 730
Miami, FL 33126

Having been named as 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 accept to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.



Eduardo Gallardo
Incorporator
Date: September 26, 2001


Maria E. Gallardo
Registered Agent
Date: September 26, 2001
Maria E. Gallardo
Incorporator
Date: September 26, 2001

01 OCT - 1 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED