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SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

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January 17, 2002

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Julian Chang Couture, Inc.

**P02000005865**

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

**Retrieval Request**

- Photocopy
- Certified Copy

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 -01/17/02--01026--019  
 \*\*\*\*\*78.75 \*\*\*\*\*78.75

NEW FILINGS	
X	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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 TALLAHASSEE  
 DIVISION OF CORPORATE  
 STATE

J. BRYAN JAN 17 2002

ARTICLES OF INCORPORATION

OF

JULIAN CHANG COUTURE, INC.

ARTICLE I

Name

The name of the Corporation is: JULIAN CHANG COUTURE, INC.

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ARTICLE II

Duration

This Corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date of filing.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 1071 Northeast 79th Street, Miami, Florida 33138, and the name of the initial registered agent of this Corporation at that address is: Julian Chang.

ARTICLE VI

Principal Office

The principal office of the this Corporation is: 1071 Northeast 79th Street, Miami, Florida 33138.

ARTICLE VII

Initial Board of Directors

This Corporation shall initially have one (1) director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation is:

Julian Chang  
1071 Northeast 79th Street  
Miami, Florida 33138

ARTICLE VIII

Incorporator

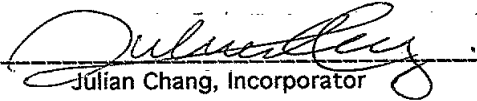
The name of the person signing these Articles is: Julian Chang, 1071 Northeast 79th Street, Miami, Florida 33138.

ARTICLE IX

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

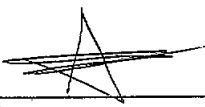
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 10th day of January, 2002.

  
Julian Chang, Incorporator

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

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Julian Chang, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.


IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 10th day of January, 2002.



Notary Public  
State of Florida at Large

Print Name

My Commission Expires:

 Alan B Fishman  
My Commission CC941881  
Expires July 26, 2004

JULIAN CHANG COUTURE, INC.

In compliance with Sections 607.034 and 48.091, Florida Statutes, the following is submitted:

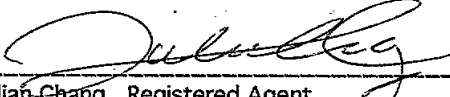
First--That JULIAN CHANG COUTURE, INC., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at city of Miami, State of Florida, has named Julian Chang, 1071 Northeast 79th Street, Miami, Florida 33138, as its agent to accept service of process within the state of Florida.

Dated this 10th day of January, 2002.

  
Julian Chang, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

Dated this 10th day of January, 2002.

  
Julian Chang, Registered Agent

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