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Lucia Penrod 317 Coconut Lane Miami Beach, FL, FI 33139

January 4, 2002

Secretary of State Division of Corporations PO Box 6327 Tallahassee, FI 32314

Re: Nikki Clothing, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75 for the above named corporation.

This represents the cost of Filing Fees, Certified copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

Lucia Penrod

NIKKI CLOTHING, INC.

Queia R. Pereso

Mailing Address of Corporation:

Lucia Penrod 317 Coconut Lane Miami Beach, FL, FI 33139

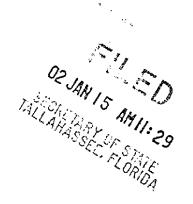
Phone Number: (305) 535-7080

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

- OF -

NIKKI CLOTHING, INC.

The undersigned INCORPORATOR(s), for the purpose of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I NAME

The name of this corporation shall be: NIKKI CLOTHING, INC.

ARTICLE II PRINCIPAL OFFICE

-The initial street address of the principal office of the corporation shall be: 317 Coconut Lane
Miami Beach, FL, FI 33139

ARTICLE III CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

ARTICLE V INCORPORATOR(S)

The names and street addresses of the members of the Incorporators to these Articles of Incorporation are:

Lucia Penrod - 317 Coconut Lane Miami Beach, Fl 33139

The undersigned Incorporators have executed these Al Incorporation this 4th day of January, 2002.	rticles of
	(SEAL)

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

02 JAN 15 AM 11:29 Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: NIKKI CLOTHING, INC.
- 2. The name and address of the registered agent and office is:

Lucia Penrod 317 Coconut Lane Miami Beach, Fl. 33139

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