

P02000013890**Florida Department of State**

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

02 FEB - 6 AM 10:42

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS**FLORIDA PROFIT CORPORATION OR P.A.****DRESSING ROOM, INC.**

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ARTICLES OF INCORPORATION
OF
DRESSING ROOM, INC.

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The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: DRESSING ROOM, INC.

— The principal place of business of this corporation shall be: 2324 NW 5th Ave, Miami, FL 33127.

ARTICLE II NATURE OF BUSINESS

— This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000 shares @ \$1.00 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DeAnna Fuller Bechnainou (P) (35%) 2324 NW 5th Ave, Miami, FL 33127.

Yves Bechnainou (VP) (30%) 2324 NW 5th Ave, Miami, FL 33127.

Reina Rivera (10%) 1330 NE 105th Street, #302, Miami Shores, FL 33138.

Timothy Murray (10%) 1330 NE 105th Street, #302, Miami Shores, FL 33138.

Patricia Gutierrez (10%) 3660 NE 166th Street, North Miami Beach, FL 33160.

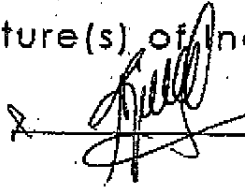
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Reina Rivera
2324 NW 5th Ave
Miami, FL 33127.

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 5th day of February 2002.

Signature(s) of incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

DRESSING ROOM, INC.

2. The name and address of the registered agent and office is:

Reina Rivera

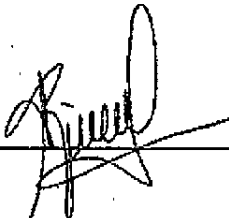
2324 NW 5th Ave

(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33127.

(CITY/STATE/ZIP)

SIGNATURE _____



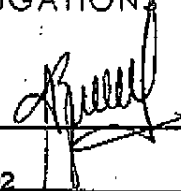
TITLE _____

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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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____



DATE 2-5-02