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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255

Phone : (305)634-3694

Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

DESIGN AND LINES USA, INC.

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Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION OF DESIGN AND LINES USA, INC.

(H)

THE UNDERSIGNED, each a natural person competent to contract for the purpose of forming a corporation under the laws of the State of Florida, hereby adopt(s) the following Articles of Incorporation for such corporation.

ARTICLE 1 - CORPORATE NAME

The name of this Corporation shall be:

Design and Lines USA, Inc.

SECRETARY OF STATE DIVISION OF CORPORATIONS OP MAR - L AN 9: L7

ARTICLE II - NATURE OF BUSINESS

The purpose or purposes for which the Corporation is organized are to engage in the business of selling wholesale women's apparel and other legal business activities.

ARTICLE III - AUTHORIZED CAPITAL STOCK

The amount of capital with which this Corporation is authorized to have outstanding at any time is one hundred (500) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall not be less than one hundred (\$100.00) dollars.

ARTICLE V - TERM OF EXISTANCE

This Corporation shall have perpetual existence.

ARTICLE VI - INITIAL ADDRESS

The initial street address in this State of principal office of the Corporation shall be:

777 NW 72nd Ave RM# 2BB64 Miami, FI 33126

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ARTICLE VII - DIRECTORS

1. The number of Directors of this Corporation shall be no less than (1).

2. The names and street addresses of each member of the first Board of Directors are as follows:

Alexandra Cruz

President, V.T.S

15161 SW 112 Terrace

Miami, Fl 33196

ARTICLE VIII - SUBSCRIBERS

The names and street addresses of each person signing these Articles of Incorporation as a subscriber are as follows:

Alexandra Cruz

President, V,T,S

15161 SW 112 Terrace

Miami, FI 33196

ARTICLE IX - REGISTERED AGENT

The Name of the Registered Agent is:

Alexandra Cruz

The street address of the initial Registered Office of this Corporation shall be:

777 NW 72nd Ave. RM# 2BB64 Miami, Fl 33126

IN WITNESS WHEREOF, the undersigned subscribing incorporator does hereby make, subscribe, acknowledge and certify that the foregoing Articles of Incorporation are true and correct and have hereunto set our hands and seals this 1st day of March 2002.

Alexandra Cruz

The Undersigned whose street address is 15161 SW 112 Terrace, Miarni, Fl 33196 accepts the designation as Registered Agent as is contained in the above articles.

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State of Florida County of Dade

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BEFORE ME, this day personally appeared Alexandra Cruz, known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed same freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal at Miami Dade County, Florida this 1st day of March 2002.

official notary seal Michelle Conzalez Notary fuelk state of Florida

COMMISSION NO. COMMISSION OF AUG. 25.14.

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