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TRANSMITTAL LETTER

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 29 PM 12:19

SUBJECT: Fashion Express Enterprise, Inc

Enclosed are an original and one copy of the articles of incorporation and a check for

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

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-03/29/02--01031--005
*****87.50 *****87.50

FROM: Fashion Express Enterprise Inc
4260 N State Rd 7
Lauderdale Lakes, FL 33319

7 4-4-02
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DIVISION OF CORPORATIONS
02 MAR 29 PM 12:49

ARTICLES OF INCORPORATION

For

Fashion Express Enterprise, Inc

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be, Fashion Express Enterprise, Inc
Initial address shall be 4260 N State Rd 7 Lauderdale Lakes, FL 33319

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or other state, country, territory, or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Value Per Share Stock	Class of Stock
100	\$1	Common

Initially there will only be 3 shareholder(s).

Fabian Grinion
3950 NW 34th Way
Lauderdale Lakes, FL 33309

Dwight Grinion
3950 NW 34th Way
Lauderdale Lakes, FL 33309

Courtney Grinion
213 Lake Point, #113
Oakland Park, FL 33309

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be 4260 N State Rd 7 Lauderdale Lakes, FL 33319 privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Fabian Grinion.

ARTICLE VI

This corporation shall have (3) director(s) initially. The name and street address of initial officers who hold office for the first year of the corporation, or until their successors are elected or appointed are as shown below:

Fabian Grinion (President)
3950 NW 34th Way
Lauderdale Lakes, FL 33309

Dwight Grinion (Vice President)
3950 NW 34th Way
Lauderdale Lakes, FL 33309

Courtney Grinion (Vice President)
213 Lake Point, #113
Oakland Park, FL 33309

ARTICLE VII

The corporation shall have (3) officer(s) initially. The name and address of the initial officer(s) who shall hold office for the first year of the corporation, or until their successors are elected or appointed are as shown above.

ARTICLE VIII

The name and address of the incorporator is Fabian Grinion
3950 NW 34th Way Lauderdale Lakes, FL 33309

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are peculiar or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise be interested in, any contract or transaction of this corporation, provided the fact that he or such firm is so interested shall be disclosed as shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

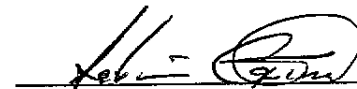
ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any such event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.


Incorporator

STATE OF FLORIDA)
) SS:
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Fabian Grinion known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this 28th day of March 2002.



Notary Public
State of Florida at Large

My commission expires:



Michael A. Aitcheson
Commission # GG 853792
Expires July 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

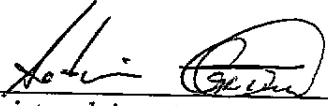
CERTIFICATE OF REGISTERED AGENT

Fashion Express Enterprise, Inc

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with registered office as 4260 N State Rd 7 Lauderdale Lakes, FL 33319 indicated in the articles Fabian Grinion as registered agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.**

In compliance with the laws of Florida, the following is submitted:

First, that Fashion Express Enterprise, Inc desires to organize under the laws of the state of Florida, has named Fabian Grinion as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provision of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.


Registered Agent

Dated: This day of

The foregoing instrument was acknowledged before me this 25 day of MARCH, 2002
by FABIAN GRINION who is personally known to me or who has produced
FL ID as identification and who did/ did not take an oath.


NOTARY PUBLIC

My commission expires:



Michael A. Aitcheson
Commission # CG 853792
Expires July 12, 2003
Bonded Thru
Atlantic Bonding Co., Inc.