

**Electronic Articles of Incorporation
For**

P03000040997
FILED
April 11, 2003
Sec. Of State

FASHION ROCK, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FASHION ROCK, INC.

Article II

The principal place of business address:

7380 SAND LAKE ROAD
SUITE 350
ORLANDO, FL. 32819

The mailing address of the corporation is:

7380 SAND LAKE ROAD
SUITE 350
ORLANDO, FL. 32819

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

LOUIS J PEARLMAN
7380 SAND LAKE ROAD
SUITE 350
ORLANDO, FL. 32819

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: /LOUIS J. PEARLMAN/

Article VI

The name and address of the incorporator is:

LOUIS J. PEARLMAN
7380 SAND LAKE ROAD
SUITE 350
ORLANDO, FL 32819

Incorporator Signature: /LOUIS J. PEARLMAN/

Article VII

The effective date for this corporation shall be:

04/11/2003