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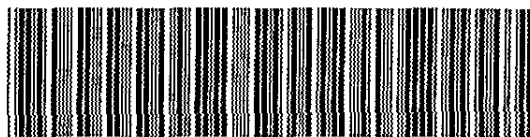
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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUN - 6 PM 12:34

Office of the Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

June 4, 2003

RE: SAHARA KIDSWEAR, INC.

Dear Sirs,

Enclosed please find the original and one copy of the Articles of incorporation which includes the designation of and acceptance by the registered agent, together with my check for \$70.00 for filing same.

Thank you for your prompt attention to these matters. Please return the letter of acknowledgement (copy of Articles) to:

SAHARA KIDSWEAR, INC.
6855 WILSON BLVD., SUITE 708
JACKSONVILLE, FL 32210
904-887-9432

Sincerely,



AHMAD ABUGHANAM

Enclosures

**ARTICLES OF INCORPORATION OF
SAHARA KIDSWEAR, INC.**

The undersigned incorporator, for the purpose of forming a professional corporation pursuant to the provisions of Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
03 JUN -6 PM 12:34

ARTICLE I NAME

The name of the corporation shall be: SAHARA KIDSWEAR, INC. The principal place of business of this corporation shall be: 6855 WILSON BLVD., SUITE 708, JACKSONVILLE, FL 32210.

ARTICLE II NATURE OF BUSINESS

The nature of business shall be retail sale of clothing for children. This shall not restrict the corporation from transacting any and all lawful business.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The names and addresses of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected are:

AHMAD ABUGHANAM
6855 WILSON BLVD., SUITE 708
JACKSONVILLE, FL 32210

ARTICLE VI INCORPORATOR

The name and street address of the incorporator signing these articles of incorporation is:

AHMAD ABUGHANAM
6855 WILSON BLVD., SUITE 708
JACKSONVILLE, FL 32210

The undersigned incorporator has executed these Articles of Incorporation this 4th day of

June, 2003



SAHARA KIDSWEAR, INC., PRESIDENT

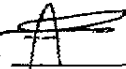
**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

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 is SAHARA KIDSWEAR, INC.
2. The name and address of the registered agent and office is:

AHMAD ABUGHANAM
6855 WILSON BLVD., SUITE 708
JACKSONVILLE, FL 32210

SIGNATURE



Corporate Officer

TITLE

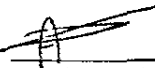
President

DATE

6/4/03

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 obligations of section 607.325 of the Florida Statutes.

SIGNATURE



Registered Agent

DATE

6/4/03

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