

**Electronic Articles of Incorporation
For**

P03000070349
FILED
June 25, 2003
Sec. Of State

RAQUEL FASHIONS OF PARIS USA, 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:

RAQUEL FASHIONS OF PARIS USA, INC.

Article II

The principal place of business address:

5825 PUERTA DEL SOL BOULEVARD SOUTH
SUITE 164
ST. PETERSBURG, FL. 33715

The mailing address of the corporation is:

5825 PUERTA DEL SOL BOULEVARD SOUTH
SUITE 164
ST. PETERSBURG, FL. 33715

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:

200 SHARES, NO PAR VALUE

Article V

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

CHRISTINE ANDREWS
5825 PUERTA DEL SOL BOULEVARD SOUTH
SUITE 164
ST. PETERSBURG, FL. 33715

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

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Registered Agent Signature: /S/ CHRISTINE ANDREWS

Article VI

The name and address of the incorporator is:

MELINDA O'DONNELL
100 JERICHO QUADRANGLE
SUITE 225
JERICHO, NEW YORK

Incorporator Signature: /S/ MELINDA O'DONNELL