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Account Name : FAS-T CORP. AGENTS, INC.
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03 JUL -9 PM 3:43
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.
ASO TEXTILES AND CLOSEOUTS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	03
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 9, 2003

FAS-T

SUBJECT: ASO TEXTILES AND CLOSEOUTS, INC.
REF: W03000019308

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Neysa Culligan
Document Specialist
New Filings Section

FAX Aud. #: E03000228446
Letter Number: 603A00040578

**ARTICLES OF INCORPORATION
OF
ASO TEXTILES AND CLOSEOUTS, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ASO TEXTILES AND CLOSEOUTS, INC.

The principal place of business and mailing address of this corporation shall be:

7455 NE 2 AVE..
MIAMI, FL 33128

ARTICLE II NATURE OF BUSINESS

This corporation may engage in export/import purchases/sales of textile product and or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES \$ 5.00 PER VALUE

ARTICLE IV TERMS OF EXISTENCE

This corporation is to exist perpetually.

Prepared by:

Hispan American Services Inc.
1885 W. Flagler St., Suite # 11
Miami, FL 33135

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected,

ALVARO GIRALDO
President
13850 NW 20 ST
Pembroke Pine, Fl 33028

SALOMON MURCIANO
Treasurer
10275 Collins Ave. Apto. 330
Miami Beach, Fl 33154

OSCAR GARCIA
Vice- President
1522 NW 136 Terrace
Pembroke Pine, Fl 33028

NICOLAS VELEZ
Secretary
1801 SW 119 Ave.
Miramar, Fl 33025

ARTICLE VI INCORPORATOR(S)

The name(s) and address (es) of the incorporator(s) to these articles of incorporation is(are):

ALVARO GIRALDO
300 Shares (30%)
13850 NW 20 ST
Pembroke Pine, Fl 33028


SALOMON MURCIANO
300 Shares (30%)
10275 Collins Ave. Apto. 330
Miami Beach, Fl 33154

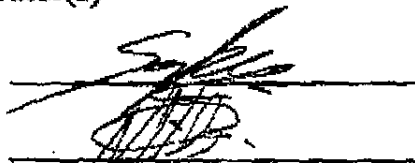
OSCAR GARCIA
300 Shares (30%)
1522 NW 136 Terrace
Pembroke Pine, Fl 33028

NICOLAS VELEZ
100 Shares (10%)
1801 SW 119 Ave.
Miramar, Fl 33025

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 07 day of July, 2003

Signature(s) of Incorporator(s)



_____

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation _____

ASO TEXTILES AND CLOSEOUTS, INC.

2. The name and address of the registered agent and office is:

ALVARO GIRALDO

(P.O. BOX NOT ACCEPTABLE)

13850 NW 20 ST, Pembroke Pines, Fl 33028

(ADDRESS OFFICE)

SIGNATURE _____


(corporate officer)

TITLE President

DATE 07/07/2003

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 I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE 07/07/2003

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