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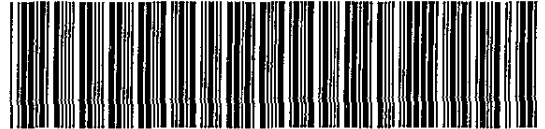
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STATE
TALLAHASSEE, FLORIDA

CBX-2



delancyhill

a professional association
attorneys-at-law

August 4, 2003

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: SHAPE BY U, INC.

Dear Sir/ Madam:

Enclosed herein are the original Articles of Incorporation on behalf of the captioned company. Also enclosed is a check in the amount of \$78.75 to cover the requisite filing fee, registered agent fee and certified copy fee. Please return the certified copy of the Articles of Incorporation. If you have any questions please call me at (786) 777-0184.

Sincerely,

DELANCYHILL, P.A.

Marlon A. Hill, Esq.

Encl.

**ARTICLES OF INCORPORATION
OF
SHAPE BY U, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is SHAPE BY U, INC. Its principal office address and business mailing address is 15535 S.W. 103rd Place, Miami, FL 33157-1451.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 200 S. Biscayne Blvd., Suite 2680, Miami, FL 33131 and the initial registered agent of this Corporation at such office shall be Marlon A. Hill, Esq., who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - BOARD OF DIRECTORS


The Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the director constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Sascha M. Ramsay-Etienne	15535 S.W. 103 rd Place Miami, FL 33157
Richard Etienne	15535 S.W. 103 rd Place Miami, FL 33157

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Marlon A. Hill, Esq.	200 S. Biscayne Blvd. Suite 2680 Miami, FL 33131

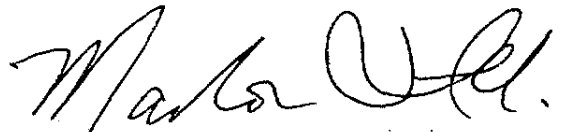


Marlon A. Hill, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for SHAPE BY U, INC., at the place designated in the Articles of Incorporation, Marlon A. Hill, Esq. agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: August 1, 2003



Marlon A. Hill, Esq.

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