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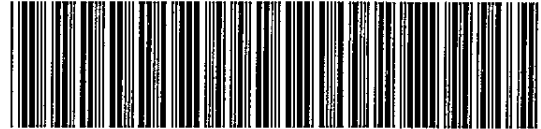
(Business Entity Name)

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SEP 23

Luis Vazquez
3191 Coral Way, Suite 303
Miami, FL 33129

September 18, 2003

Via Airborne Express

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Articles of Incorporation
a) Just for Ladies, Inc.
b) Pink Cloud Holding, Inc.

Gentlemen:

Enclosed are two (2) executed copies of Articles of Incorporation of Just for Ladies, Inc and Pink Cloud Holdings, Inc. along with a two checks in the amount of \$78.75 each. Please return the certified copy to the undersigned by U.S. Mail.

If there are any questions, please call me at 305-461-6060 ext. 19.

Best Regards,


Luis Vazquez

ARTICLES OF INCORPORATION

OF

PINK CLOUD HOLDINGS, INC.

FILED OF STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
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The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Pink Cloud Holdings, Inc. and its address is Suite 303, 3191 Coral Way, Miami, FL 33145.

ARTICLE II

DURATION

The duration of the corporation is perpetual.

ARTICLE III

PURPOSE

The general purposes for which the corporation is organized are:

- 1) To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
- 2) To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares, which the corporation is authorized to issue, is 1,000 shares with a par value of \$1.00 per share.

ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3191 Coral Way, Suite 303, Miami, FL 33145 and the name of its registered agent at such address is Luis Vazquez.

ARTICLE VI

DIRECTORS

The number of directors constituting the board of directors of the corporation shall be determined in accordance with the By-Laws, but shall not be less than one. The number of directors constituting the initial board of directors is two (2). The name and address of the persons who are to serve as the members of the initial board of directors are:

Jose J. Armas
Suite 303
3191 Coral Way
Miami, Florida 33145

Frank J. Castro
2328 SW 20th Street
Miami, Florida 33145

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is:


Luis Vazquez
Suite 303
3191 Coral Way
Miami, Florida 33145

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation to the full extent permitted by the laws of the State of Florida.


Executed by the undersigned on the 18th day of September 2003.



Luis Vazquez

Acknowledgement of Appointment by Registered Agent

Having been named the registered agent for the above corporation at the place designated in the foregoing Articles of Incorporation, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Luis Vazquez
Registered Agent

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