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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):			
1. Nathan-El, I	(Document #)		
2. (Corporation Name)	(Document #)		
3. (Corporation Name)	(Document #)	**************************************	
4. (Corporation Name)	(Document #)		
Walk in Pick up time		Certified Copy	
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NEW FILINGS	AMENDMENTS		
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A. Change of Registere Dissolution/Withdra Merger	ed Agent	
OTHER FILINGS	REGISTRATION/QUALIFICATION		
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other		
		Examiner's Initials	

CR2E031(7/97)

ARTICLES OF INCORPORATION OF NATHAN-EL, INC.

ARTICLE I - NAME

The name of this Corporation is NATHAN-EL, INC. and its address is 5131 Sheridan Street, Hollywood, Florida 33021.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation may engage in the operation of a retail store offering ready-to-wear clothing for men and women, and the incidental sale of related accessories, and the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of one penny (\$.01) par value common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws bur shall never be less than two (2). The name, title, and address of the initial Directors of this Corporation are:

NAME

TITLE

ADDRESS

Moshe Shalom

President

16493 S.W. 27th Street Miramar, Florida 33027

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

Galit Shalom

Vice-President

16493 S.W. 27th Street Miramar, Florida 33027

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this Corporation is Moshe Shalom, 16493 S.W. 27th Street, Miramar, Florida 33027.

ARTICLE VII - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or the Directors.

ARTICLE VIII - INDEMNIFICATION

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

<u>ARTICLE IX – INCORPORATOR</u>

The name of the person signing these Articles is Richard I. Korman, Esq. and his address is 407 Lincoln Road, Suite 6C, Miami Beach, Florida 33139.

<u>ARTICLE X – AMENDMENT</u>

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this _/s day of January, 2004.

Kishand R. Konnan Richard I. Korman, Incorporator

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS / DAY OF JANUARY, 2004.

Moshe Shalom, Registered Agent

SECRETARY OF STATE TALLAHASSEE, FLORIDA 04 JAN 20 AH 9: 10