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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: VALENCI	Α [®] S ELEGANT WEAR, IN		
	(PROPOSED CORPORATION of the article		
\$70.00 Filing Fee		\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate
FROM:	Valencia Yuvette Stubbs Name (Printed or typed)		
	844 Ryanwood Drive Address		
	West Palm Beach, Florida 33413 City, State & Zip		- -
	(561) 616–9777 Daytime Tele	ephone number	

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF VALENCIA'S ELEGANT WEAR. INCORPORATED

In compliance with the requirements of Florida Statutes Chapter 607, the undersigned, being a natural person, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing and forming a business corporation (the "Corporation") as follows:

ARTICLE I Name

The name of the Corporation is: VALENCIA'S ELEGANT WEAR, INCORPORATED

ARTICLE II Principal Office

The principal place of business of the Corporation is 2708 N. Australian Avenue, Suite 3, West Palm Beach, Florida 33407. The mailing address of the Corporation is P.O. Box 1911, West Palm Beach, Florida 33402-1911.

ARTICLE III Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State (the date of subscription and acknowledgment of these articles of incorporation), and the Corporation shall have perpetual existence thereafter.

ARTICLE IV Nature of Business

The Corporation is organized to engage in every aspect of the business of rendering the professional services to the public including the retail, purchase and sale of clothing items including, but not limited to shoes and other clothing accessories.

ARTICLE V Capital Stock

The Corporation is authorized to issue 5,000 shares of \$1.00 par value common stock, which shall be designated common shares.

ARTICLE VI Initial Registered Office and Agent

The initial street address of the Corporation's registered office is 2708 North Australian Avenue, Suite 3, West Palm Beach, Florida 33407. The initial registered agent for the Corporation at that address is: Stephen Alexander Stubbs.

ARTICLE VII Initial Directors

The initial board of directors shall consist of two members. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the Corporation, provided that the Corporation shall always have at least one director. The names and addresses of the initial directors of the Corporation who shall serve until his/her successor is duly elected and qualified are:

<u>Name</u>	Address
TRAILIC	Address

Stephen Alexander Stubbs 844 Ryanwood Drive

West Palm Beach, Florida 33413

Valencia Yuvette Stubbs 844 Ryanwood Drive

West Palm Beach, Florida 33413

ARTICLE VIII Shareholders

Shares of the Corporation's capital stock shall be issued only to individuals who are so designated by the board of directors. No shareholder of the Corporation may sell or transfer his shares of stock therein except to another individual who is eligible to be a shareholder of the Corporation.

ARTICLE IX Voting Trusts

No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

ARTICLE XI Amendment

These articles of incorporation may be amended in the manner provided by law.

ARTICLE XII Indemnification

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

ARTICLE XIII Incorporator

The name and street address of the Incorporator is: Valencia Yuvette Stubbs, 844 Ryanwood Drive, West Palm Beach, Florida 33413.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 28th day of April, 2004.

VALENCIA Y/STUBBS

STATE OF FLORIDA

)SS

COUNTY OF PALM BEACH)

The foregoing articles of incorporation were acknowledged before me this 28 day of April, 2004, by Valencia Yuvette Stubbs, as incorporator.

Bridgette Y Crowder

My Commission DD304367

Expires Merch 08, 2006

Notary Public

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for Valencia's Elegant Wear, Incorporated, at the place designated in the articles of incorporation, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligations of Section 607.0501 Florida Statutes.

Dated this 28th day of April, 2004.

STEPHEN ALEXANDER STUBBS

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DIVISION OF CORPORATIONS

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