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To:

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From:

ACCOUNT Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

Phone

: (305)672-0686

Fax Number

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FLORIDA PROFIT/NON PROFIT CORPORATION

R & S Fashions, Inc.

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: R & S Fashions, Inc.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

Article II. Address

The street and mailing address of the Corporation's initial principal office is: R & S Fashions, Inc. 2821 NW 7th Street
Miami FL 33126

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Roberto Rodriguez 2821 NW 7th Street Miami FL 33126

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Roberto Rodriguez

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Alfredo J. Perez, Esq. 1 FL Bar Member Alfredo J. Perez, P.A. 5805 Blue Lagoon Drive Suite 145 Miami FL 33126 305-265-0007

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Article V. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Alfredo J. Perez, Esq. 5805 Blue Lagoon Drive Suite 145 Miami FL 33126

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 2, 2006.

The undersigned incorporator executed these Articles of Incorporation on 11/2/2006.

ALFREDO J. PEREZ, ESO.

by M.A. Areiza as attorney in-fact

Alfredo J. Perez, Esq. | FL Bar Member Alfredo J. Perez, P.A. 5805 Blue Lagoon Drive Sulte 145 Miami FL 33126 305-265-0007

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

R & S Fashions, Inc.

REGISTERED AGENT/OFFICE:

Roberto Rodriguez 2821 NW 7th Street Miami FL 33126

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ROBERTO RODRIGUEZ

by M.A. Areiza as attorney-in-fact

Date: 11/2/2006.

Alfredo J. Perez, Esq. I FL Bar Member Alfredo J. Perez, P.A. 5805 Blue Lagoon Drive Suite 145 Miami FL 33126 305-265-0007

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