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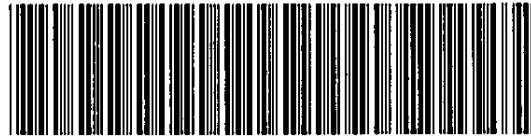
(Business Entity Name)

(Document Number)

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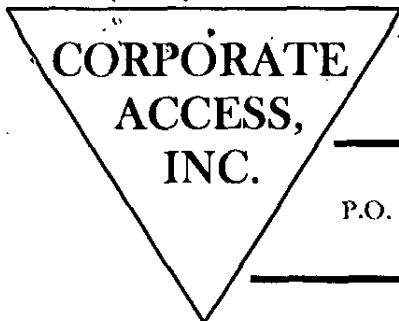
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RECEIVED
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07 APR 19 AM 9:25
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articles

1. Heartache, Inc.
(CORPORATE NAME AND DOCUMENT #)

2. _____
(CORPORATE NAME AND DOCUMENT #)

3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF INCORPORATION
OF
HEARTACHE, INC.

FILED
07 APR 19 AM 9:25
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the subjects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and I do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

HEARTACHE, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United

States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

- 1.) To engage in the business of wholesale and retail of women and children's clothing, and all related items and any and all kind of goods merchandise including all kind of items and more particularly in the women and children's clothing items;
- 2.) To engage in the business of importing and exporting commodities, goods and any and all other materials, supplies exportable/importable items permitted under the respective laws of the corresponding jurisdiction;
- 3.) To engage in the manufacture, distribute, and sell of women and children's clothing;
- 4.) To engage in the real estate business and as broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;
- 5.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels,

rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interest in real, personal and mixed properties;

- 6.) And may carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor and in any other lawful capacity;
- 7.) And to engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

ARTICLE FOUR **CAPITAL STOCK**

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares will be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the Company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE SIX **REGISTERED AGENT AND CORPORATE OFFICE**

The name and street address of the initial registered agent of this corporation is:

SARA BIGELMAN
2580 N.E. MIAMI GARDENS DRIVE
MIAMI, FLORIDA 33180

The corporate address and/or corporate headquarters shall be located at:

2580 N.E. MIAMI GARDENS DRIVE
MIAMI, FLORIDA 33180

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

SARA BIGELMAN
2580 N.E. MIAMI GARDENS DRIVE
MIAMI, FLORIDA 33180

ARTICLE EIGHT
INCORPORATORS

The initial incorporator is as follows:

SARA BIGELMAN
2580 N.E. MIAMI GARDENS DRIVE
MIAMI, FLORIDA 33180

ARTICLE NINE
BY-LAWS

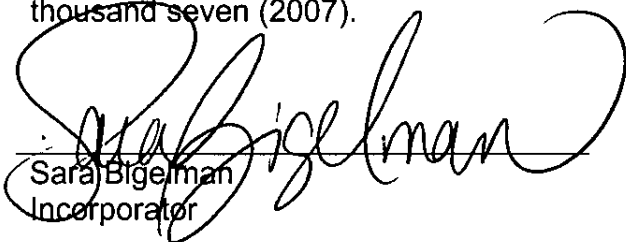
The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE TEN
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of

such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, I the undersigned, being the incorporator hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon and I have accordingly set my hand and seal this 18th day of April, two thousand seven (2007).


Sara Bigelman
Incorporator

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

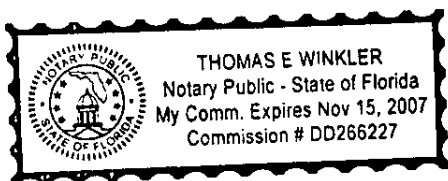
BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida, County of Dade, and City of Miami Beach, personally appeared:

SARA BIGELMAN

and know to me and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of April, two thousand seven (2007).

My commission expires:




Notary Public, State of Florida

**DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.**

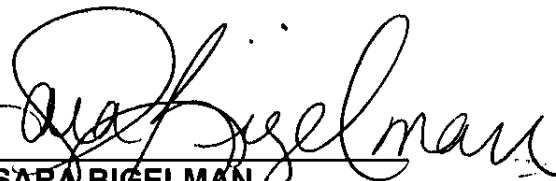
PURSUANT TO THE FLORIDA STATUTES, the following is submitted in compliance
with said statutes:

FIRST—That **HEARTACHE, INC.**

Is qualified to do business under the laws of the State of Florida with its principal office
at 2580 N.E. Miami Gardens Drive, City of **Miami**, State of **Florida**, County of Miami-
Dade, and has appointed **SARA BIGELMAN** as its agent to accept Service of Process
within this State and whose address is 2580 N.E. Miami Gardens Drive, Miami, Florida
33180.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named to accept Service of Process for the above stated
corporation, at the place designated in this certificate, I hereby agree to act in this
capacity and further agree to comply with the provision of said statutes relative to
keeping open said office.

BY: 
SARA BIGELMAN
REGISTERED AGENT

FILED
07 APR 19 AM 9:25
CLERK OF STATE
TALLAHASSEE, FLORIDA