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ÇOVER LETTER

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

SUBJECT: SHOP GIRL USA, INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$87.50 \$78.75 □ \$78.7*5* Filing Fee, Filing Fee Filing Fee Filing Fee & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED FROM: STEPHANIE MANDELL Name (Printed or typed) C/O FEDERAL TAX SERVICE 171 WEST 29th ST. Address **NEW YORK NY 10001** City, State & Zip 212-239-2900

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

Daytime Telephone number

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

SHOP GIRL USA, INC.

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TALLAHASSEE ELATE

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

17154 AVENUE LERIVAGE BÖCA RATON, FL 33496

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

ANY AND ALL LAWFUL BUSINESS

ARTICLE IV SHARES

The number of shares of stock is:

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

STEPHANIE MANDELL, PRESIDENT 17154 AVENUE LERIVAGE BOCA RATON, FL 33496

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

STEPHANIE MANDELL, PRESIDENT 17154 AVENUE LERIVAGE BOGA-RATON, FL 33496

ARTICLE VII __INCORPORATOR

The name and address of the Incorporator is:

STEPHANIE MANDELL, PRESIDENT 17154 AVENUE LERIVAGE BOCA RATON, FL 33496

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

x Stephenie Mandell
Signature/Registered Agent

Signature/Incorporator

9-7-07