

**Electronic Articles of Incorporation
For**

P08000011318
FILED
January 30, 2008
Sec. Of State
bmcknight

FLIP'S APPAREL GROUP, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

FLIP'S APPAREL GROUP, INC.

Article II

The principal place of business address:

6596 WEST ATLANTIC AVENUE
DELRAY BEACH, FL. 33445

The mailing address of the corporation is:

15800 WEST PRESTWICK PLACE
MIAMI LAKES, . 33014

Article III

The purpose for which this corporation is organized is:

THE SALE OF WOMEN'S APPAREL, ACCESSORIES AND OTHER RELATED
LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

PAUL BONILLA JR.
15800 WEST PRESTWICK PLACE
MIAMI LAKES, FL. 33014

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: PAUL BONILLA JR.

Article VI

The name and address of the incorporator is:

MARILYN BONILLA KRANTZ, ESQ.
2631 EAST OAKLAND PARK BLVD.
205
FT. LAUDERDALE, FL 33306

Incorporator Signature: MARILYN BONILLA KRANTZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P. T
PAUL BONILLA JR.
15800 WEST PRESTWICK PLACE
MIAMI LAKES, FL. 33014

Title: VP,S
MARIA BONILLA
15800 WEST PRESTWICK PLACE
MIAMI LAKES, FL. 33014

Article VIII

The effective date for this corporation shall be:

01/26/2008