

**Electronic Articles of Incorporation
For**

P09000023579
FILED
March 13, 2009
Sec. Of State
jshivers

UP SCALE FASHIONS, 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:

UP SCALE FASHIONS, INC.

Article II

The principal place of business address:

7910 NW 7 AVENUE
MIAMI, FL. US 33150

The mailing address of the corporation is:

7910 NW 7 AVENUE
MIAMI, FL. US 33150

Article III

The purpose for which this corporation is organized is:

ANY AND ALL 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:

GEORGE AZAR
3110 NW 88 AVE
SUNRISE, FL. 33351

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

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Registered Agent Signature: GEORGE AZAR

Article VI

The name and address of the incorporator is:

GEORGE AZAR
3110 NW 88 AVE

SUNRISE, FL 33351

Incorporator Signature: GEORGE AZAR

Article VII

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

Title: P
GEORGE AZAR
3110 NW 88 AVE
SUNRISE, FL. 33351 US

Title: VP
RYAN TOOKHAN
9240 NW 55 STREET
SUNRISE, FL. 33351 US

Title: VP
REAGAN TOOKHAN
9240 NW 55 STREET
SUNRISE, FL. 33351 US

Article VIII

The effective date for this corporation shall be:

03/13/2009