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From the desk of
Manny Gonzalez
Customer Sales
Representative

CITIBANK

1/18/95-

Dear Laila,

Please find Enclosed Two
Copies & one ORIGINAL OF THE
ARTICLES OF INCORPORATION
FOR; ALI BABA FASHIONS, INC.
AND A CHECK FOR \$ 70.00, Filing
Fee.

All THE VERY BEST.

Manny.

1/23/95

FILED
95 JAN 18 PM 3:42
TALLAHASSEE FLORIDA

by

Status

ARTICLES OF INCORPORATION
OF

ALI BABA FASHIONS INC.

The Undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following articles of incorporation.

FILED
95 JAN 18 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Ali Baba Fashions, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be, 212 N.E. 1st Street Miami, FL 33131.

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding is 50 shares @ \$1 par value.

ARTICLE IV INITIAL REGISTERED AGENT
AND ADDRESS

The name and address of the initial registered agent is : Nizara Salam
3527 N.E. 168 Street North Miami Beach, FL 33160

ARTICLE V INCORPORATOR

The name and address of the incorporator to these articles is Ali Abdul Salam
212 N.E. 1st Street Miami, FL 33131.

The undersigned incorporator has executed these articles of incorporation this

13TH day of January, 1995.

Ali Abdul Salam
ALI ABDUL SALAM

CERTIFICATE OF DESIGNATION
REGISTERED AGENT &
OFFICE OF REGISTERED AGENT

Pursuant to the provisions of section 607.0501 or 617.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submit the following statement in designating the registered agent & office of the agent.

The name of the corporation is : Ali Baba Fashions, Inc.

The name and address of the registered agent and office is :
Nizara Salam, 3527 N.E. 168 Street North Miami Beach Fl. 33160

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AS REGISTERED AGENT. I AM FAMILIAR WITH AND DO ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT, ON THIS 13th DAY OF January, 1995.

Nizara A Salam
Nizara Salam

95 JAN 18 PM 3:42
TALLAHASSEE, FLORIDA

FILED

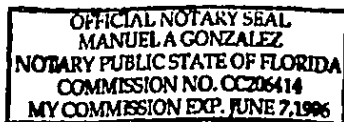
STATE OF FLORIDA)
)
DADE COUNTY)

BEFORE ME , the undersigned authority , authorized to take acknowledgements in the county and state aforesaid , appeared before me personally Mr. Ali Abdul Salam , whom is personally known to me, and is the person who has executed the foregoing articles of incorporation , and has acknowledged before me that he executed same for the purpose therein expressed.

IN WITNESS WHEREOF : I have hereunto set my hand and seal in the State of Florida and the county of Dade . This 15TH Day of January , 1995.

MY COMMISSION EXPIRES JUNE 7TH, 1996.

(seal)




Manuel A. Gonzalez
Notary Public