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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE
MIAMI BEACH FL 33140-1

CONTACT: JOSEPH MATA
PHONE: (305) 538-9091
FAX: (305) 538-8994

(((H95000001548))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: MY FAY RITE GIRL INC.
FAX AUDIT NUMBER: H95000001548
DATE REQUESTED: 02/07/1995
CERTIFIED COPIES: 0
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TIME REQUESTED: 12:40:00
CERTIFICATE OF STATUS: 1
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 075114001215

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2-7-95

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95 FEB -7 PM 3:59
TALLAHASSEE, FLORIDA

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02

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55 FEB -7 PM 3:59

Articles of Incorporation
of
My Favorite Girl Inc.

Article I. Name

The name of this Florida corporation is My Favorite Girl Inc.

Article II. Address

The mailing address of the Corporation is:

My Favorite Girl Inc.
1226 Drexel Avenue, Suite 201
Miami Beach, FL 33139

Article III. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Everett Denningdon
Daniele Dimonte

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of February 7, 1995.

The authorized representative of the incorporator executed these Articles of Incorporation on February 7, 1995.

Corporate Creations International Inc.

By: Joseph P. Mata
Joseph P. Mata, Secretary

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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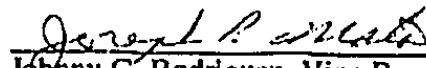
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

CORPORATION:
My Favorite Girl Inc.

REGISTERED AGENT:
Corporate Creations Enterprises Inc.
4521 PGA Boulevard, Suite 211
Palm Beach Gardens, FL 33418

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations Enterprises Inc.


Johnny C. Rodriguez, Vice President
By: Joseph P. Mata as Attorney in Fact

Date: February 7, 1995

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95 FEB - 7 PM 3:59
CLERK OF DISTRICT COURT
STATE OF FLORIDA
MIAMI, FLORIDA

Corporate Creations International Inc.
4437 Sheridan Avenue
Miami Beach, FL 33140
(305) 538-9091

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2/09/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS MIAMI
4437 SHERIDAN AVE

MIAMI BEACH FL 33140-0000

CONTACT: JOSEPH MATA
PHONE: (305) 538-9001
FAX: (305) 538-8994

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DOCUMENT TYPE: BASIC AMENDMENT

NAME: MY FAVORITE GIRL INC.

FAX AUDIT NUMBER: H95000001651

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02/09/95

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DIVISION OF CORPORATIONS H95000001651

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Articles of Correction

Article I. Name

The name of this Florida corporation is My Favorite Girl Inc. (the "Corporation").

Article II. Correction

The Articles of Incorporation of the Corporation, filed on 2/7/95, are corrected so that the name of director Everett Denningdon reads as Everett Dennington.

Article III. Date Correction Adopted

The correction set forth in these Articles of Correction was adopted on February 9, 1995.

An authorized representative of the Corporation executed these Articles of Correction on February 9, 1995.

My Favorite Girl Inc..

By: Joseph R. Mata
Its: Assistant Secretary