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February 20th, 1995

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*****70.00 *****70.00

Secretary of State
Division of Corporation
P O. Box 6327
Tallahassee, FL 32314

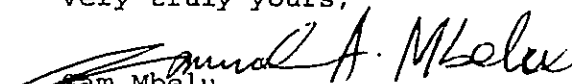
Re: African Garments USA, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of filling fees, Certified copy of Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Sam Mbelu

African Garments USA, Inc.
1531 NW 168 Terrace
Miami, FL 33169
(305) 620-3603

FILED
95 FEB 22 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN FEB 23 1995

ARTICLES OF INCORPORATION
of
AFRICAN GARMENTS USA, INC.

FILED
95 FEB 22 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE 1 - CORPORATE NAME

The name of the corporation is: AFRICAN GARMENTS USA, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred (500) shares at \$1.00 par value Common stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this corporation is:

SAM MBELU
1531 NW 168 Terrace
Miami, FL 33169

The mailing address for the corporation is the same as the registered office.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The business of the Corporation shall be managed by its Board of Directors. The number of Directors constituting the entire Board shall not be less than one (1) person and subject to such minimum may be increased or decreased from time to time by amendment of the by-laws in a manner not prohibited by law. Until so changed, the original number of Director shall be one (1). The names and addresses of the initial directors of the corporation is as follows:

SAM MBELU
1531 NW 168 Terrace
Miami, FL 33169

ARTICLE VII - INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is as follows:

Sam Mbelu
1531 NW 168 Terrace
Miami, FL 33169

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 20th day of February, 1995.



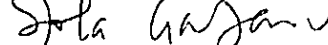
Sam Mbelu

STATE OF FLORIDA

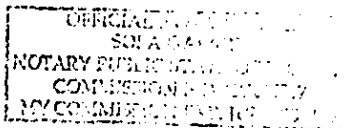
COUNTY OF Broward

BEFORE ME, personally appeared Sam Mbelu, to me well known and known to me to be the individual who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the foregoing for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above-named on this 20th day of February, 1995.

Notary Public Signature: 

My Commission Expires:



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

African Garments USA, Inc.

(name of company)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

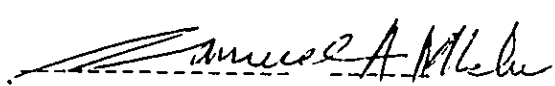
at: 1531 NW 168 Terrace
Miramar, FL 33169

has named: Sam Mbelu

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(registered agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA