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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
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NAME: COMPAGNIE INTERNATIONALE DE COMMENCE, INDUSTRIE ET
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ARTICLE OF INCORPORATION

OF

COMPAGNIE INTERNATIONALE DE COMMERCE,
INDUSTRIE ET REPRESENTATION, INC. (C.I.C.I.R.I.)

(International Company of Commerce,
Industry and Representation, Inc.)

ARTICLE I

NAME

The name of this corporation is:

COMPAGNIE INTERNATIONALE DE COMMERCE,
INDUSTRIE ET REPRESENTATION, INC.

ARTICLE II

PURPOSE

This corporation may engage in the apparel business in its widest sense, including, but not limited to, wholesale and retail sales, design, and import and export of such articles. Besides, this corporation may engage in any lawful business for which a corporation may be incorporated in the State of Florida.

ARTICLE III

Capital Stock

This corporation is authorized to issue 1,000,000 shares of common stock of \$0.01 par value each.

ARTICLE IV

Preemptive Rights

The corporation elects to have preemptive rights, unless otherwise agreed by the shareholders at a later date. Such agreement shall be spread in the corporate book.

(Document prepared by: Rolando A. Amador, Esq.,
Amador & Amador, P.A.
780 N.W. LeJeune Rd., #409, MIA., FL 33126
(305) 441.1544
FL. BAR NO. 294567

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ARTICLE V

Restrictions on transfer of shares

The bylaws or an agreement among the shareholders, may impose restrictions on the transfer or registration of the shares of this corporation, for any reasonable purpose, and such restrictions shall be binding on the holder or a transferee of the holder, pursuant to section 607.0627 of the Florida Business Corporation Act, as presently enacted.

ARTICLE VI

Main Place of Business, Initial Registered Office and Agent

The initial registered office, and mailing address of the Corporation is: 780 N.W. LeJeune Rd., Suite 409, Miami, Florida 33126 and the Registered Agent is: Rolando A. Amador, Esq., at the same address.

ARTICLE VII

Board of Directors

The corporation shall have the number of directors specified at the organizational meeting or by the by-laws. The number of directors may be either increased or decreased from time to time in the manner provided in the by-laws.

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ARTICLE VIII

INCORPORATORS

The names and addresses of the persons signing these articles are:

<u>Name</u>	<u>Street Address</u>
M'BAMED BENAMOUR	12 Bd. Roosevelt Angle Ibnou Sabbagh Casablanca, Morocco
ABIS BENAMOUR	12 Bd. Roosevelt Angle Ibnou Sabbagh Casablanca, Morocco

ARTICLE IX
Officers

This corporation shall have the officers described in its by-laws and appointed by the board of directors in accordance with the by-laws, but initially, until by-laws are adopted and/or other officers are elected, this corporation shall have the following officers:

President: M'BAMED BENAMOUR
Secretary: ABIS BENAMOUR

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ARTICLE X

By-Laws

The power to adopt initial by-laws corresponds to the incorporators, or, if not adopted by the incorporators, then by the Board of Directors. The power to alter, amend or repeal by-laws, shall be vested in the Board of Directors.

ARTICLE XI

Date of Commencement

The effective date of this corporation is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation, this 16th day of March, 1995.



M. R. H. H. H. H. H.



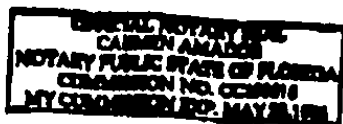
ASIS H. H. H. H. H.

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STATE OF FLORIDA)
COUNTY OF DADE) ss.

BEFORE ME, the undersigned authority, personally appeared M'BAMED BENAMOUR and ABIS BENAMOUR, who respectively produced Moroccan passports and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same, this 16th day of March, 1998.

My Commission Expires:



Conner Conner
NOTARY PUBLIC-State of Florida

Printed Name: Carmen Sanchez

HAVING BEEN DULY to accept service of process for the above stated corporation at the place designated above, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

ROLANDO A. MORALES
REGISTERED AGENT

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