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Nancy Rubin, Attorney at Law  
2255 SW 1st Street  
Coral Gables, Florida 33133  
Phone and Fax  
(305) 856-6796

May 1, 1995

800001475868  
-05/04/95--01073--007  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Florida Department of State  
Division of Corporations  
P O Box 6327  
Tallahassee, Florida 32314

Moonstar Swimwear, Inc., a Florida corporation

Dear Sir or Madam:

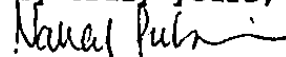
Enclosed please find the following for filing of the captioned matter:

1. one original and one copy of the Articles of Incorporation of Moonstar Swimwear, Inc.
2. a check in the amount of \$122.50 made payable to the Secretary of State - Division of Corporations representing filing fees for same.

Please return a certified copy of the Articles of Incorporation to me as soon as they have been filed.

Thank you for your assistance in this matter.

Very truly yours,

  
Nancy Rubin

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 MAY -4 PM 6:22

FILED

ARTICLES OF INCORPORATION  
OF  
MOONSTAR SWIMWEAR, INC.

ARTICLE I  
NAME AND PRINCIPAL OFFICE

The name of this corporation is Moonstar Swimwear, Inc., and its initial principal office is located at 538 Lincoln Road, Miami Beach, Florida 33139.

ARTICLE II  
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III  
CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock, each at \$1.00 par value.

ARTICLE IV  
INITIAL REGISTERED OFFICE & AGENT

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

Nancy Rubin  
2345 SW 28 Street  
Miami, Florida 33133

ARTICLE V  
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial directors of this corporation and their addresses are:

Aysegul Unsal  
538 Lincoln Road  
Miami Beach, Florida 33139

Osman Levent Cebi  
538 Lincoln Road  
Miami Beach, Florida 33139

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TALLAHASSEE, FLORIDA

ARTICLE VI  
OFFICERS

The name, address and position of the initial officers of the corporation is set forth below and such person shall hold such offices until his successor is elected by the Board of Directors:

Aysegul Unsal President  
538 Lincoln Road  
Miami Beach, Florida 33139

Osmar Levent Cebi Secretary/Treasurer  
538 Lincoln Road  
Miami Beach, Florida 33139

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles is

Aysegul Unsal  
538 Lincoln Road  
Miami Beach, Florida 33139

ARTICLE VIII  
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE IX  
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X  
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of filing of these Articles.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 3 day of April, 1995.

  
Incorporator

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared Aysegul Unsal, known to me and known by me to be the person who executed the foregoing Articles of Incorporation of Moonstar Swimwear, Inc. and she acknowledged before me that she executed those Articles of Incorporation. She is personally known to me or has produced as identification.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the State and County aforesaid, this 20 day of April, 1995.

Nancy Rubin  
Nancy Rubin  
Notary Public  
State of Florida

My Commission Expires:

CC162622

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. NOV. 20, 1995  
BONDED THRU GENERAL INS. UND.

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TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Nancy Rubin hereby accepts the appointment to serve as resident registered agent upon whom process may be served for Moonstar Swimwear, Inc., the above named corporation.

This acceptance is dated the 30 day of April, 1995.

By *Nancy Rubin*

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