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9/06/95

FLORIDA DIVISION OF CORPORATIONS

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1492 W FLAGLER ST

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409 EAST GAINES STREET

MIAMI FL 33135-

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DOCUMENT TYPE:

FLORIDA PROFIT CORPORATION OR P.A.

NAME: D & S FASHION, INC.

FAX AUDIT NUMBER: H95000009908

CURRENT STATUS: REQUESTED

DATE REQUESTED: 09/06/1995

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9-7-95

ARTICLES OF INCORPORATION  
OF

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Article I - Name

The name of this corporation is  
D&S FASHION, INC. - 3015 N.W. 79th STREET  
MIAMI, FLORIDA 33147

Article II - Duration

This corporation shall commence business on the 5th day  
of SEPTEMBER, 95, and shall exist perpetually unless  
dissolved according to law.

Article III - Purpose

This corporation is organized for the following purposes:

To transact any and all lawful  
business for which corporation  
may be incorporated under  
Florida law.

Article IV - Capital Stock

This corporation is authorized to issue 7,000 shares  
(\$1.00) par value common stock

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JEROLD H. REICHLER  
633 N.E. 167th ST.  
STE 715,  
NMB, FL. 33162  
FL. BAR #170310

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered  
Office and Agent

The street address of the initial registered office of this corporation is 3015 N.W. 79th STREET, MIAMI, FLORIDA 33147 and the name of the initial registered agent of this corporation at that address is MAURICE RUTTERFORD.

Article VII - Initial Board  
of Directors

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than 1. The name(s) and address(es) of the initial director(s) of this corporation is(are):

MAURICE RUTTERFORD - 3281 N.W. 169th TERRACE, MIAMI, FL. 33056

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Article VIII - Incorporator

The name and address of the person signing these Articles  
is MAURICE RUTTERFORD - 3281 N.W. 169th TERRACE, MIAMI, FL. 33056

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Article IX - Bylaws

The power to adopt, alter, amend or repeal the bylaws shall  
be vested in the shareholders and the directors shall be  
specifically prohibited from adopting, repealing or amending  
the bylaws, or any part or parts thereof.

Article X - Amendments

This corporation reserves the right to amend or repeal  
any provisions contained in these Articles of Incorporation,  
or any amendment hereto, and any right conferred upon the  
shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed  
these Articles of Incorporation this 28th day of AUGUST  
19 95.

  
SUBSCRIBER

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JAN-02-1900 08:04 FROM

TO

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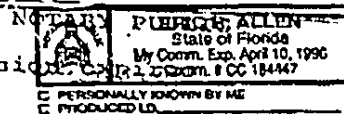
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STATE OF FLORIDA)  
COUNTY OF DADE )SS

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared MAURICE RUTHERFORD known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 28th day of AUGUST, 1995.

My commission



The Resident Agent accepts the appointment as Resident Agent and hereby affixes his name hereto.

[Signature]  
RESIDENT AGENT