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Secretary of State
Division of Corporations
Capitol Building
Tallahassee, Florida 32301

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Dear Sir:

Enclosed are two (2) copies of the Articles of Incorporation
of Fashion District of Miami, Inc.
and the appointment of a registered agent for filing purposes.

Also enclosed is a check for \$122.50 to cover charter tax,
filing fees, registered agent filing fee, and cost of a certified
copy of the articles. Please send a certified copy to me.

Thank you for your prompt attention to this matter.

Very Sincerely,

Sandy H. Cho

P.S Please send all the document to:

Sandy H. Cho
2750 N.W. 3rd Ave. #9
Miami, FL 33127

1-12-96

TH

ARTICLES OF INCORPORATION

OF

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Fashion District of Miami, Inc.

The principal place of business of this corporation shall be:

2750 NW 3rd Avenue #1
Miami, Florida 33127

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

Shares of Common Stock having par value of (500)
each. (\$1.00)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

<u>NAME(S)</u>	<u>TITLE(S)</u>	<u>ADDRESS(ES)</u>
Suk Hui Walsh	President/ Secretary	12990 Arch Creek Terrace North Miami, Fl 33181

ARTICLES VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

NAME(S)

ADDRESS(ES)

Suk Hui Walsh

12990 Arch Creek Terrace
North Miami, FL 33181

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation this 5th day of January, 19 96.

Signature(s) of Incorporator(s)

[Signature]

STATE OF FLORIDA
COUNTY OF _____

Date _____

THE FOREGOING instrument was acknowledged and sworn to before me this

5th day of January, 19 96, by Suk Hui Walsh
(Name of Incorporator)

Fashion District of Miami, Inc.
of _____

(Name of Corporation)

[Signature]

Notary Public

(SEAL)

My Commission Expires: may 7, 1999

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Fashion District of Miami, Inc.

2. The name and address of the registered agent and office is:

Sandy H. Cho

2750 NW 3rd Ave. #9

(P. O. BOX NOT ACCEPTABLE)

Miami, FL 33127

(CITY/STATE/ZIP)

SIGNATURE *[Signature]*

(Corporate Officer)

TITLE President/Secretary

DATE January 5, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.



personally known

SIGNATURE *[Signature]*

(Registered Agent)

DATE January 5, 1996