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CHEEZEM MONTELLO & KENNEY, P.A.

701 BRICKELL AVENUE
SUITE 1800
MIAMI, FLORIDA 33131

TELEPHONE (305) 373-0300
FAX (305) 371-0703

January 15, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

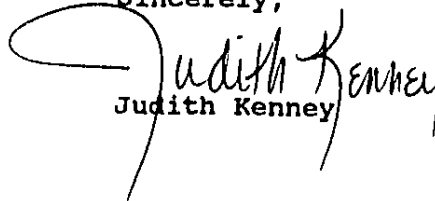
Re: Chic Le Vogue, Inc.
Thierry Enterprises, Inc.
Montello & Kenney, P.A.

Dear Sir/Madam:

Enclosed herewith please find two original sets of Articles of Incorporation for the above-captioned corporations along with our check Nos. 1969 and 1072 in the amounts of \$70.00 and \$140.00, respectively to cover the appropriate filing fees.

Thank you for your cooperation on this matter and, if you have any questions, please call.

Sincerely,


Judith Kenney

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

CHIC LE VOGUE, INC.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

CHIC LE VOGUE, INC.

(hereinafter the "Corporation").

ARTICLE II

The existence of the Corporation shall commence upon the filing of these Articles of Incorporation by the Department of State and shall be perpetual.

ARTICLE III

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The Corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE IV

The maximum number of shares which the Corporation shall have authority to issue shall be 10,000 shares of common stock with a par value of \$0.10 per share.

ARTICLE V

The street address of the Corporation's initial registered office and the Corporation's initial registered agent at that address shall be:

Rossz Fiu Corporation
701 Brickell Avenue, Suite 1200
Miami, Florida 33131

ARTICLE VI

The Corporation shall have one director initially. The name and address of the initial director of the corporation, who shall hold office until her successor is elected and qualified or until her earlier resignation or removal from office is:

Karie Crawford c/o Cheezem Montello & Kenney, P.A.
701 Brickell Ave, Suite 1200
Miami, Florida 33131

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the Corporation, but shall not be less than one.

ARTICLE VII

The name and address of the incorporator of the Corporation is:

Judith Kenney
CHEEZEM MONTELLO & KENNEY, P.A.
701 Brickell Avenue, Suite 1200
Miami, Florida 33131

ARTICLE VIII

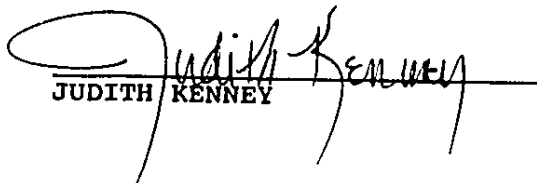
The mailing address of the Corporation's principal office shall be:

c/o Cheezem Montello & Kenney, P.A.
701 Brickell Avenue, Suite 1200
Miami, Florida 33131

ARTICLE IX

This corporation shall indemnify, and shall advance expenses on behalf of, its officers and directors to the fullest extent not prohibited by any law in existence either now or hereafter.

Executed at Miami, Florida this 15th day of January, 1996.


JUDITH KENNEY

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE BY REGISTERED AGENT

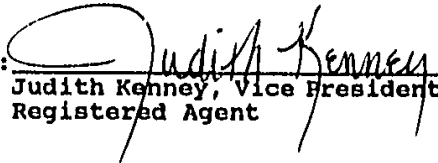
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Having been appointed the registered agent of CHIC LE VOGUE,
INC., the undersigned accepts such appointment and agrees to act in
such capacity.

Dated this 15th day of January, 1996.

ROSSZ FIU CORPORATION

By:


Judith Kenney, Vice President
Registered Agent

jk\crawford\articles.inc