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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KI COMPANY

DEPARIMENT OF STATE 1492 W FLAGLER ST BUITE 200

STATE OF FLORIDA 400 EAST GAINES STREET

MIAM1 FL 33135-STORMONT

!ALLAHASSGE, FL 32389 CONTACT: RAY FAX: (904) 922-4000

(305) 541-3694 (305) 541-3770 PHONE: FAX:

(((H96000001134))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NÁME: A DESIGNERS' EMPORTUM, INO.

FAX AUDIT NUMBER: H98000001134 CURRENT STATUS: REQUESTED DATE REQUESTED: 01/24/1996 TIME REQUESTED: 10:29:59

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ARTICLES OF INCORPORATION

OF

A DESIGNERS! EMPORIUM. INC.

The undersigned subscriber to these Articles of Incorposation, a natural person competent to contract, hereby forms the corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is a DESIGNERS : EMPORIUM, INC.

ARTICLE II - MATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted under the laws of the State of Florida and the laws of the United States of America.

ARTICLE IXI - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares of common stock having no par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is five hundred (\$500.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

This Document Prepared By:
DEAN F. DIBARTOLOMEO (Fla. Bar #289728)
Attorney at Law
8400 Bird Road (305) 226-2276
Mismi, FL 33155

ARTICLE VI - IMITIAL ADDRESS

The initial post office address of the principal office of thin corporation in the State of Florida is 3900 North Himmi Avenue, Miami, Florida 33127.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial Director and Officer of this corporation is:

DAVID A. PORTAL 3900 North Hiami Avenue Miami, Florida 33127 President and Director

ARTICLE VIII - SUBSCRIBER

The subscriber to these Articles of Incorporation is DAVID A. PORTAL, 3900 North Miami Avenue, Miami, Florida 33127.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENTS

Except as otherwise provided hereinabove, these Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XX - REGISTERED OFFICE AND AGENT

DAVID A. PORTAL is heroby designated as Registered Agent for this corporation in the State of Florida for service of processes, and 3900 North Miami Avenue, Miami, Florida 33127 as the Registered Office.

DAVID ROTTAL, Subscriber and Registered Agent

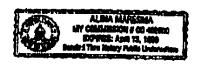
STATE OF FLORIDA COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared DAVID A. PORTAL, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Subscriber and as Registered Agent thereof, and acknowledged before me that he executed the sake in said capacities and for the purpose intended, and who did take and oath.

WITNESS my hand and official seal at Minmi, Dade County, Florida, this Jaun day of January, 1996.

Notary Public, State of Florida at Lerge

My Commission Expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DONICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENTUPON WHOM PROCESS MAY BE SERVED.

I'n pursuance submitted, in compl	with the Flor lance with sa	rida Statute id Act:	m, thu	following	1. ps
First - That _		EBIGNERS' EN	PORTUM.	INC	
desiring to organia with its principa: Incorporation at o	e under the la l office, as	ws of the St indicated	ration) ate of in the	Florida Articles	GI É
a ntvan bamen ass	DODDAY		FIOR	100	
City of Mismi Florida, as its agostato.	ent to accept	service of	process	within 1	or Li si
ACKNOWLEDGMENT:	(MUST BE SIGN	ED BY DESIGN	ATED AGI	ENT)	

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

DAVID A. PORTAL Registered Agent