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GOLDMAN & DASZKAL, P.A.
Attorneys at Law

FILED
96 MAR 11 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ALEX DASZKAL

GLENN GOLDMAN

C. THOMAS COWNE

March 7, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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****122.50 ****122.50

RE: HIP CHIC SPORTSWEAR, INC.

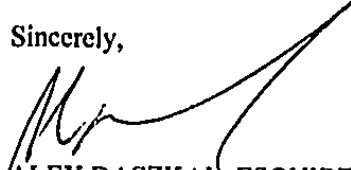
Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50 for your filing fee.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned in the enclosed self-addressed, stamped envelope.

Thank you for your cooperation.

Sincerely,


ALEX DASZKAL, ESQUIRE
AD:ll
Enclosures

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ARTICLES OF INCORPORATION

OF

HIP CHIC SPORTSWEAR, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is HIP CHIC SPORTSWEAR, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general nature of the business to be transacted by this corporation is:

1. To engage in every phase and aspect of the business of retailing women's clothing and related services.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To do other such things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be a single class and shall have a par value of 05/100 Dollars (\$.05) per share.

ARTICLE FIVE

The street address of the initial registered office of the corporation is 9045 LaFontana Plaza, Boca Raton, Florida 33434, and the name of its initial registered agent is JUDITH ARTZT. I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.


JUDITH ARTZT

ARTICLE SIX

The number of directors constituting the initial Board of Directors of the corporation is two (2). The name and address of each person who is to serve as a member of the initial Board of Directors is:

JUDITH Artzt
9045 LaFontana Plaza
Boca Raton, Florida 33434

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Norman Artzt
9045 LaFontana Plaza
Boca Raton, Florida 33434

ARTICLE SEVEN

The name and address of each incorporator is:

Judith Artzt
9045 LaFontana Plaza
Boca Raton, Florida 33434

ARTICLE EIGHT

The principal office and mailing address for the corporation is: HIP CHIC SPORTSWEAR, INC., 9045 LaFontana Plaza, Boca Raton, Florida 33434.

EXECUTED by the undersigned in the City of Boca Raton, County of Palm Beach, State of Florida this 6th day of March, 1996.


JUDITH ARTZT

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared JUDITH ARTZT, to me known to be the person described herein and who executed the foregoing.

WITNESS my hand and seal this 6th day of March, 1996.

Lorraine Lambert
Notary Public/State of Florida
At Large

My Commission Expires:

