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TO: DIVISION OF CORPORATIONS FROM: FAS-T CORP. AGENTS, INC.
DEPARTMENT OF STATE 8405 NW 53RD ST
STATE OF FLORIDA SUITE C-100
409 EAST GAINES STREET MIAMI FL 33166-1-
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
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(((H96000006134))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: FANCELLY SHOES AND HANDBACK INC.

FAX AUDIT NUMBER: H96000006134

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/01/1996

TIME REQUESTED: 10:07:29

CERTIFIED COPIES: 0

CERTIFICATE OF STATUS: 1

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FANCELLY SHOES AND HANDBACK INC.**

FILED
9 MAY -1 PM 5:21
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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: FANCELLY SHOES AND HANDBACK INC. The principal place of business of this corporation shall be:

6741 SW. 24th. Ste. # 12
Miami, Fl 33155

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: 500 (five hundred).

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Fabio Arango
9064 SW. Collins Ave. Apt. #6
Miami, Fl 33154
305-865-8450

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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):

Fabio Arango/President
9064 SW. Collins Ave. Apt. #6
Miami, Fl 33154

Jorge Sarmiento/Vice-president
15050 SW. 24 St. # F
Miami, Fl 33185

ARTICLE VI INCORPORATOR(S)

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

Fabio Arango
9064 SW. Collins Ave. Apt. #6
Miami, Fl 33154

Jorge Sarmiento
15050 SW. 24 St. # F
Miami, Fl 33185

IN WITNESS WHERE OF, The undersigned incorporator(s) has(have) executed this 30 day of April 1996.

Signature(s) of Incorporator(s)

President Fabio Arango
Fabio Arango.

Vice-president Jorge Sarmiento
Jorge Sarmiento

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT REGISTERED OFFICE**

Pursuant the provisions of section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the state of Ft Florida, submits the following statement in designation the registered office/registered agents, in the state of Florida.

1. The name of the corporation is 181 PARCELLY SHOES AND HANDBACK INC.
2. The name and address of the registered agent and office is:

Fabio Arango
6741 SW. 24th St. Ste. # 12
Miami, FL 33155

Signature Fabio Arango
Title / President
Date 04/30/96

FILED
36 MAY -1 1996
12:52
PM

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE HEREBY AGREE TO ACT IN THIS CAPACITY, AND I COMPLETE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature Fabio Arango
Date 04/30/96