

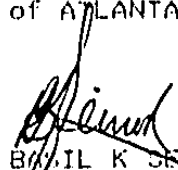
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BASIL K SENIOR
6640 DAHLIA DR.
MIRAMAR, FL 33023

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***122.50 ***122.50

DIVISION OF CORPORATIONS
P.O BOX 6327
TALLAHASSEE, FL 32314

Enclosed document and check for (\$122.50) for incorporation
of ATLANTA FASHION INC.


BASIL K SENIOR
04-30-96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -3 AM 11: 57

of state

96 MAY -3 AM 11:57

**ARTICLE OF INCORPORATION
OF**

ATLANTA FASHIONS, INC.

ARTICLE 1 CORPORATE NAME

The Name of this corporation is

ATLANTA FASHIONS, INC.

ARTICLE 11. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Five Hundred (500) shares of common stock having a par value of \$1.00 per share. Said stock shall be paid for in lawful money of the United States or in property, labor, or services; providing that when said stock is paid for in or by property, labor or services, the just value thereof shall be fixed by the Board of Directors in the manner provided for by the Statues and the By-Laws, and stock shall be issued in accordance with the value so fixed.

All stock shall be paid for when issued on such terms and conditions and in such installments as the Board of Directors shall determine.

ARTICLE 1V. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

The Principal Office is situated at 2601 N.W. 207th Street, Miami, Florida, 33056

NAME	ADDRESS
ATLANTA WHITE	2601 N.W. 207th Street Miami, FL 33056

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have one (1) director (s) initially. the number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR

The name(s) of the initial director(s) of this Corporation and (his) (their) street address(es) (is) (are):

NAME	ADDRESS
ATLANTA WHITE	2601 N.W. 207th Street Miami Florida 33056 Florida 33162

The person(s) named as initial director(s) shall hold office the first year of existence of this Corporation or until (His) (their) successor(s) (is) (are) elected or appointed and (has) (have) qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

NAME	ADDRESS
ATLANTA WHITE	2601 N.E. 207th Street Miami, FL 33056

ARTICLE IX. AMENDMENT

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 them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, 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 X. MANAGEMENT AND VOTING

Upon the election of the Board of Directors by the stockholders, such board shall manage the business and affairs of the corporation without the need of further authorization from the stockholders, except as provided by law; all stockholders of stock shall be entitled to vote, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors or before the time of issuance thereof.

IN WITNESS WHEREOF, the undersigned, as Incorporators, has executed the foregoing Article of Incorporation on the 15 day of April 1996.

Atlanta White
Atlanta White
Incorporator

STATE OF FLORIDA) COUNTY
OF DATE) ss.

BEFORE ME, a Notary Public, personally appeared Atlanta White, to me known to be the person(s) described as Incorporator(s) and who executed the foregoing Articles of Incorporation and acknowledged before me that he (she) subscribed to these Articles of Incorporation on the 15th day of April 1996.

DONALD HENDERSON
My Comm Exp. 8/23/98
Bonded By Service Inc
No. CC402710
Notary Public
State of Florida
My commission expires:

Donald Henderson
Notary Public
State of Florida at Large
My commission expires:

(SEAL)

ACKNOWLEDGEMENT OF RESIDENT AGENT:

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

BY: Atlanta White
Resident Agent

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SECRETARY OF CORPORATIONS
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96 MAY -3 AM 11:57