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((H96000007766))) ELECTRONIC FILING COVER SHEET
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- 9-0000 000
TALLAHASSEE, FL 32399 CONTACT: LIDIA FERNANDEZ
FAX: (904) 922-4000 PHONE: (305) 599-0839
FAX: (305) 592-9591

((H96000007766))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: THEE BRIDAL SPECIALLIST CORP.
FAX AUDIT NUMBER: H96000007766 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/03/1996 TIME REQUESTED: 15:38:19
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



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96 JUN -4 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

THREE BRIDAL SPECIALIST CORP.

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: Three Bridal Specialists Corp.

The principal place of business of this corporation shall be: 13831 SW 11 Street
Miami, FL 33184

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: one thousand (1,000) shares
par value \$1.00

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

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):

Prepared by: Tax Professional's
1941 W. 68th Street
Hialeah, FL 33014
(305) 824-0144

Janet Vazquez
13831 SW 11 St.
Miami, FL 33184

Jack Ballester
13831 SW 11 St.
Miami, FL 33184

ARTICLE VI INCORPORATOR(S)

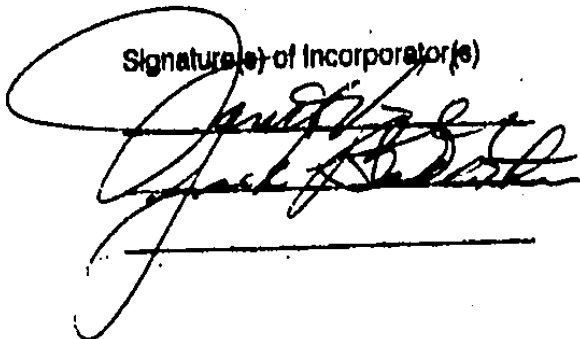
The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Janet Vazquez
13831 SW 11 St.
Miami, FL 33184

Jack Ballester
13831 SW 11 St.
Miami, FL 33184

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 3rd day of June, 1996.

Signature(s) of Incorporator(s)

The block contains two handwritten signatures in black ink. The first signature is a cursive script that appears to read 'Janet Vazquez'. The second signature is also in cursive and appears to read 'Jack Ballester'. Both signatures are written over a horizontal line.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Thbe Bridal Specialists Corp.

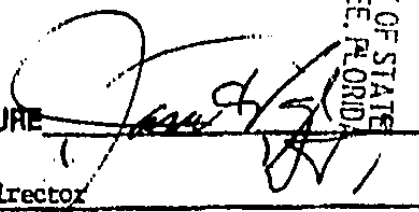
2. The name and address of the registered agent and office is:

Janet Vazquez 13831 SW 11 Street

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33184

(CITY/STATE/ZIP)

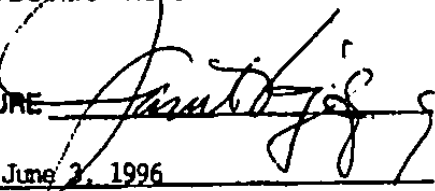
SIGNATURE 

TITLE Director

DATE June 3, 1996

96 JUN -4 AM 9:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SIGNATURE 

DATE June 3, 1996