

CAPITAL CONNECTION, INC.

417 N. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

F. CHESLER

JUN 14 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	6/14/96		
TIME	9:30		CK No. _____
BY	CD		

WALK-IN
Will Pick Up _____

RE: C. Galianni Fashions Inc. No 52602

Capital Exp.	DISBURSED
<input checked="" type="checkbox"/> Art. of Inc. File	
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input checked="" type="checkbox"/> Cert. Copy(s)	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U S.	
<input type="checkbox"/> Fictitious Name File	
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
<input type="checkbox"/> Corporate KII	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	
<input type="checkbox"/> UCC 1 or 3 File	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s, _____ Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone () _____	
<input type="checkbox"/> Top Priority	
<input type="checkbox"/> Express Mail Prep.	
<input type="checkbox"/> FAX () _____ pgs.	
SUBTOTALS _____	

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

C. Galianni Fashions Inc.

The undersigned subscribers, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE ONE - NAME

The name of the corporation is C. Galianni Fashions Inc.

ARTICLE TWO - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE THREE - NATURE OF BUSINESS

This corporation is organized to engage in any and all lawful activity or business permitted under the laws of the United States of America and the State of Florida for which a corporation may be incorporated.

ARTICLE FOUR - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares of \$1.00 par value, common stock.

ARTICLE FIVE - INITIAL CAPITAL

The amount of capital with which the corporation will begin business is not less than One Thousand(\$1000.00).

FILED
JUL 14 AM 11:05
TALLAHASSEE, FLORIDA

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ARTICLE SIX - ADDRESS

The initial address of the principal office of this corporation is 1602 Alton Rd., Suite 29 Miami Beach, Fl. 33139.

ARTICLE SEVEN - DIRECTORS

The number of Directors constituting the initial Board of Directors of this corporation shall be one (1). The number of Directors may either be increased or decreased as provided in the Bylaws. The name and address of the initial Directors of this corporation are:

Carlos Mena
462 Ocean Blvd.
Golden Beach, Fla. 33160

ARTICLE EIGHT - INCORPORATORS

The name and address of the persons subscribing to these Articles of Incorporation are:

Carlos Mena
462 Ocean Blvd.
Golden Beach, Fla. 33160

ARTICLE NINE - REGISTERED AGENT

The name and address of the Registered Agent for service of process of this corporation is Carlos Mena 462 Ocean Blvd. Golden Beach, Fla. 33160

ARTICLE TEN



These Articles of Incorporation shall be effective upon filing with the Secretary of State of the State of Florida. This corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

CM

ARTICLE ELEVEN - AMENDMENTS


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation in duplicate on this 13 day of June, 1996.


 Melanie Dixon
MY COMMISSION # CC802311 EXPIRES
October 10, 1999
UNITED THRU TRUST FARM INSURANCE, INC.



As Incorporator



As Registered Agent

CERTIFICATE OF REGISTERED AGENT

OF


C. Galianni Fashions Inc.


In pursuance of Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

That C. Galianni Fashions Inc. is desiring to organize under the laws of the State of Florida with its Registered Office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, and has named Carlos Mena Whose Address is 462 Ocean Blvd. Golden Beach, Fla. 33160 as its Registered Agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation at the 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.


Melanie Dixon
MY COMMISSION # CC802311 EXPIRES
October 16, 1999
BONDED THRU TITLY FARM INSURANCE, INC.


Carlos Mena

STATE OF FLORIDA)
ss.

COUNTY OF - DADE - AND)
BROWARD

BEFORE ME, the undersigned authority, personally appeared, Carlos Mena, to me personally known (or who furnished FLDL M500-101-64-0040 as proof of her identity) to be the person who subscribed to the foregoing Articles of Incorporation, and he acknowledged before me that he did freely and voluntarily execute these Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my Official Seal, in the State and County aforesaid,
day of June, 1996.

My commission expires:

NOTARY PUBLIC
State of Florida at Large



Melanie Olson
MY COMMISSION # CC802311 EXPIRES
October 18, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

Cm