

P91000059479

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

ROOM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33136- 9-0000
CONTACT: RAY STORMONT
PHONE: (305) 641-3084
FAX: (305) 641-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LA GUNA WEAR, INC.
FAX AUDIT NUMBER: H96000009841
DATE REQUESTED: 07/10/1996
CERTIFIED COPIES: 1
NUMBER OF PAGES: 6
ESTIMATED CHARGE: \$122.60

CURRENT STATUS: REQUESTED
TIME REQUESTED: 10:41:00
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072460003255

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FILED
56 JUL 16 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 JUL 16 AM 11:34
DIVISION OF CORPORATIONS

July 15, 1996

Secretary of State
P.O. Box 6327
Division of Corporations
The Capital
Tallahassee, FL 32314

Re: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for La Guna Wear, Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

My check, # , in the amount of \$122.50 representing the fee for said filings is enclosed.

Very truly yours,


David Hernandez

Prepared By:
David S. Hernandez
210 University Drive #502
Coral Springs, FL 33071
(954) 346-7288

ARTICLES OF INCORPORATION
OF

La Guna Wear, Inc.

FILED
96 JUL 16 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is
La Guna Wear, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1000 shares with \$ 1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 210 N. University Dr. Ste 502, Coral Springs, Fl. 33071.

The name of the initial registered agent of this corporation at that address is David Hernandez.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one.

David Hernandez, President, Secretary & Treasurer.

ARTICLE IX. Incorporator. The person signing these Articles of Incorporation has the following name and address:

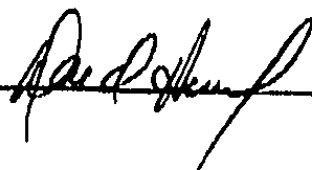
David Hernandez
210 N. University Dr. Ste 502
Coral Springs, Fl. 33071

ARTICLE X. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholder(s).

ARTICLE XI. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII. The Street address of the Principal place of business is: 210 N. University Dr. Ste 502, Coral Springs, Fl. 33071.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 15th Day of
July, 1996.

 (SEAL)

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally
appeared, David Hernandez, known to be and known by me to
be the person who executed the foregoing Articles of
Incorporation and he/she acknowledged before me that he/she
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 15th day of
July, 1996.

NOTARY PUBLIC

My Commission Expires: _____

P.06/06

EMPIRE CORPORATE KIT

JUL-16-1996 10:50

FILED
96 JUL 16 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

David Hernandez

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