

P96000078229

801 WEST BAY DRIVE, SUITE 712
LARGO, FL 34640 U.S.A.

PH: 813/584-7583

FAX: 813/584-9407

September 17, 1996

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

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 SEP 19 AM 10:27

RE: **ODYSSEY FASHIONS, INC.**
(name of corporation)

600001951846
-09/19/96--01072--020
****122.50 ****122.50

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50 (check number 137).

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Luciano Gianni

ODYSSEY FASHIONS, INC
(name of corporation)

Mailing Address of Corporation:
801 West Bay Drive, Suite 712
Largo, FL 33770

Phone: 813/584-7583

D. BROWN SEP 20 1996

FILED STATE
SECRETARY OF CORPORATIONS
96 SEP 19 AM 10:27

ARTICLES OF INCORPORATION

of

ODYSSEY FASHIONS, INC.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME
ODYSSEY FASHIONS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue **ONE HUNDRED** shares (100) of **ONE** Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: ODYSSEY FASHIONS, INC.
ADDRESS: 801 WEST BAY DRIVE, SUITE 712
CITY: LARGO STATE: FLORIDA ZIP: 33770
PHONE: 813-584-7583

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: LUCIANO GIANI
ADDRESS: 801 WEST BAY DRIVE, SUITE 712
CITY: LARGO STATE: FLORIDA ZIP 33770
PHONE: 813-584-7583

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have **ONE (1)** directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME: LUCIANO GIANI
ADDRESS: 801 WEST BAY DRIVE, SUITE 712
CITY: LARGO STATE: FLORIDA ZIP: 33770
PHONE: 813-584-7583

ARTICLE VII - INCORPORATIONS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME: LUCIANO GIANI

ADDRESS: 801 WEST BAY DRIVE, SUITE 712

CITY: LARGO STATE: FL ZIP: 33770

NAME: _____

ADDRESS: _____

CITY: _____ STATE: _____ ZIP: _____

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this _____ day of _____, 19____.

[Signature]

N/A

N/A.

[Signature] 9-18-96

NOTARY PUBLIC
State of Florida
County of Pinellas



KAREN KUHLES
My Commission CC321894
Expires Nov. 22, 1997
Bonded by H&H
800-422-1986

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 SEP 19 AM 10:27

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

CERTIFICATE OF REGISTERED AGENT

**OF
ODYSSEY FASHIONS, INC.**

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 801 WEST BAY DRIVE, SUITE 712
LARGO, FL 33770

has named LUCIANO GIANI

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

[Signature]
(registered agent)

[Signature] 9-18-94
NOTARY PUBLIC
State of Florida
County of Pinellas



KAREN KUNKLES
My Commission CC321884
Expires Nov. 30, 1997
Bonded by HAI
800-422-1988