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TALLAHASSEE, FL 32301-2607
904-222-0393

800-342-8086

P96000082615

CSC networks

PRINCETON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 111070 8720A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 7, 1996

ORDER TIME : 11:12 AM

ORDER NO. : 111070

CUSTOMER NO: 8720A

CUSTOMER: Robert H. Aschheim, Esq
ROBERT H. ASCHHEIM, P.A.

Penthouse 6
2999 N. E. 191 Street
Miami, FL 33180

200001366242
-10/07/96--01021--028
****122.50 ****122.50

DOMESTIC FILING

NAME: BRIDAL FASHIONS USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
96 OCT -7 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT -7 PM 12:15
DIVISION OF CORPORATION

10.7.96
KR

ARTICLES OF INCORPORATION
OF
BRIDAL FASHIONS USA, INC.

FILED
95 OCT -7 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name and principal address and mailing address of the Corporation is: BRIDAL FASHIONS USA, INC., 6101 Park of Commerce Boulevard, Boca Raton, FL 33487.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of One Thousand (1,000) shares of one class of common stock having a par value of One (\$1.00) Dollar per share.

ARTICLE IV

PREEMPTIVE RIGHTS

All Shareholders of the Corporation shall be vested with full preemptive rights.

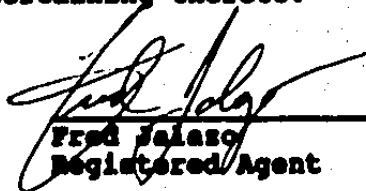
ARTICLE V

**INITIAL REGISTERED AGENT
AND INITIAL REGISTERED OFFICE**

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are: Fred Jalazo, 6101 Park of Commerce Boulevard, Boca Raton, FL 33487.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



Fred Jalazo
Registered Agent

ARTICLE VI

INITIAL BOARD OF DIRECTORS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have one director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the by-laws of the corporation.

The name and address of the Initial Director who shall hold office until a successor has been chosen shall be:
Fred Jalazo, 6101 Park of Commerce Boulevard, Boca Raton, FL 33487.

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles is: Robert H. Aschheim, 2999 NE 191 Street, Aventura, FL 33180.

IN WITNESS WHEREOF, the undersigned subscriber has
executed these Articles of Incorporation this 3rd day of October,
1996.



Robert H. Aschheim,
Incorporator

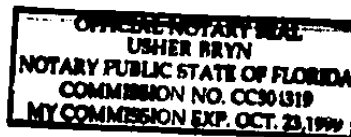
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 3rd
day of October, 1996, by Robert H. Aschheim, who is personally
known to me or who has produced _____ as
identification.



Notary Public

My Commission Expires:



FILED
96 OCT -7 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA