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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 118294 7107136

AUTHORIZATION :

Tricia Pizant

COST LIMIT : \$ 122.50

ORDER DATE : October 11, 1996

ORDER TIME : 3:28 PM

ORDER NO. : 118294

CUSTOMER NO: 7107136

CUSTOMER: Allen Rubeo, Esq
STEPHEN J. BATTEN, ESQ

1036 Euclid Avenue

Miami Beach, FL 33139

DOMESTIC FILING

NAME: FASHION ARENA, 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: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
96 OCT 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 OCT 11 PM 4:27
DIVISION OF CORPORATION

KR
10.14.96

ARTICLES OF INCORPORATION
OF
FASHION ARENA, INC.

FILED
96 OCT 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FASHION ARENA, INC.

The address of the principal office of this corporation shall be C/O Allen Rubeo, Esq., 1036 Euclid Avenue, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Dieter Goessel
Dir./Pres.

C/O Allen Rubeo, Esq.
1036 Euclid Avenue
Miami Beach, Florida 33139

ARTICLE VII. INCORPORATION

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

dwl

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on October 11, 1996.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
to transact business in this State, having a business office
identical with the registered office of the corporation named
above, and having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Gail Shelby
Its Agent, Gail Shelby

dwl

FILED
56 OCT 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA