

OCT 3 1996

ARTICLES OF INCORPORATION

OF

L.C. LACES & FABRICS, INC.

ARTICLE I - NAME

The name of this corporation is \_\_\_\_\_

L.C. LACES & FABRICS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of no par value common stock, which shall be designated "Common Stock".

ARTICLE V - 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 rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial <sup>principal</sup> ~~registered~~ office of this corporation is 2828 Coral Way, Suite 410, Miami, Fl 33145

and the name of the initial registered agent of this corporation is Lenin Fonseca

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than ONE. The name and address(es) of the initial director(s) of this corporation is (are):

<u>Lenin Fonseca</u>	<u>2828 Coral Way, Suite 410</u>
	<u>Miami, Fl. 33145</u>

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX - INCORPORATOR

The name(s) and address(es) of the person(s) signing these articles is (are):

Lenin Fonseca

2828 Coral Way, Suite 410  
Miami, Fl. 33145

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these articles of incorporation this 27 day of September, 1996.

  
Lenin Fonseca

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING AGENT UPON WHOM  
SERVICE OF PROCESS MAY BE EFFECTIVE

In compliance with section 607.034 of the Florida Statutes,  
the following is submitted: L.C. LACES & FABRICS, INC.  
desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business in the City of  
Miami, County of Dade, State of Florida, has named \_\_\_\_\_  
Lenin Fonseca located at \_\_\_\_\_  
2828 Coral Way, Suite 410 City of Miami, County of Dade,  
State of Florida as its agent to accept service of process within  
the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above  
mentioned corporation, at the place designated in this Certificate,  
I hereby agree to act in this capacity, and further agree to comply  
with the provisions of all Statutes relative to the proper and  
complete performance of my duties.

Dated this 27 day of September, 1996.



Resident and Registered Agent

FILED  
CLERK OF COURT  
ALLAH, FLORIDA

SEP 27 1996  
PM 2:10