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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAB-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: KEVIN FASHION, INC.

AUDIT NUMBER.....H96000014727

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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NO. 052 002

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ARTICLES OF INCORPORATION
OF
KEVIN FASHION, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE 1. NAME

The name of the corporation shall be:

KEVIN FASHION, INC.

ARTICLE 2. DURATION

The term of existence of the corporation is perpetual.

ARTICLE 3. PURPOSE

The corporation may transac any and all lawful business for wich corporations may be incorporated under the Florida General Corporation Act.

ARTICLE 4. CAPITAL STOCK

The aggregate number of shares wich the corporation has authority issue us 100 all of wich shall be common shares (\$ 1.00) par value each.

ARTICLE 5. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be
2636 NW 20 ST., Miami, Fl. 33142

and the name of the initial registered agent at such address is : **NORA C. AREVALO**

Prepared by: Enrique Valenzuela
542 S.W. 12th Ave.
Miami, Fl 33130
(305) 649-3400

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ARTICLE 6 - DIRECTORS

The business of the corporation shall be managed by the stockholders of stockholders of the corporation rather than by board of directors.

ARTICLE 7 - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on OCTOBER 15th, 1996

ARTICLE 8 - INCORPORATOR(S)

The name(s) and street address (es) of the incorporator (s) to these Articles of Incorporation is (are) :

NORA C. AREVALO

PRESIDENT

2636 NW 20 ST.
MIAMI, FL 33142**ARTICLE 9 - PREEMPTIVE RIGHTS**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued of treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

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IN WITNESS WHEREOF, I (we) have the subscribed my name on

X NORA C. AREVALO
Shareholder, Incorporator

Shareholder, Incorporator

Shareholder, Incorporator

Shareholder, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public, personally appeared
NORA C. AREVALO

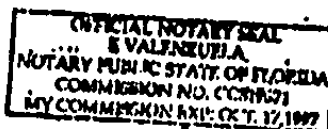
known to me to be the persons whose names are subscribed to the within
instrument, and acknowledged that she executed the same for the purpose
therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal at Miami, Florida, on October 15th, 1996

NOTARY PUBLIC
State of Florida at Large

My commissions expires

Personally known



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1.00 The name of the corporation is :

KEVIN FASHION, INC.

2.00 The name and address of the registered agent and office is:

NORA C. AREVALO S.S.# 142-70-3680
2636 NW 20 ST.
Miami, FL. 33142

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SIGNATURE X Nora C Arevalo
Corporate Officer

TITLE PRESIDENT

DATE OCTOBER 15th, 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE X Nora C Arevalo

TITLE REGISTERED AGENT

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