

10/25/96

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

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

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: MAISON MARCUS, INC.

AUDIT NUMBER.....H96000015054

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

CERT. OF STATUS..0

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**ARTICLES OF INCORPORATION
OF
MAISON MARCUS, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida and all rights and duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

Article I

The name of the Corporation shall be:

MAISON MARCUS, INC.

Article II

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

Article III

This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, State of Florida, or any other state, country, territory, or nation.

Article IV

The aggregate number of shares which this corporation shall have authority to issue is the total of 200 shares, having an individual value of \$1.00 each, and shall be only Common class of stock of this corporation. The shares shall be issued as follows:

MARC NAVAILLES	100 Shares
PHILIP P. DREYFUS	100 Shares

Article V

The name and address of the initial registered agent, registered office, and principle office of this corporation shall be:

**MARC NAVAILLES
9726 NW 51 TERRACE
MIAMI, FL 33176**

Prepared by: John A. Davis Accountant
12 Canal Drive Street
Miami Springs, Fl 33166
(305) 863-0000

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Article VI

The initial Board of Directors shall consist of two persons. The names of the persons who are to serve as initial directors are:

PHILIP P. DREYFUS
9726 NW 51 TERRACE
MIAMI, FL 33166

PRESIDENT, TREASURER

MARC MAVAILLES
9726 NW 51 TERRACE
MIAMI, FL 33166

VICE PRESIDENT, SECRETARY

Article VII

The name and address of the incorporator executing these Articles of Incorporation is:

PHILIP DREYFUS
9726 NW 51 TERRACE
MIAMI, FL 33166

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 25 day of OCTOBER, 1996.

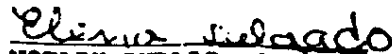

PHILIP P. DREYFUS

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State of Florida and county set forth above, personally appeared JORGE CASTILLO, known to me to be the person who executed the foregoing Articles of Incorporation, and has acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 25 day of OCTOBER, 1996.


NOTARY PUBLIC, State of Florida
at large
My Commission Expires:



ELINA DELGADO
COMMISSION # CC354704
EXPIRES MAR 10, 1998
Serving Through
ALAN RICHMAN SERVICES

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In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said act:

First-That MAYSON MARCUT, INC. desiring to (name of Corporation)

organize under the laws of the State of Florida with its principle

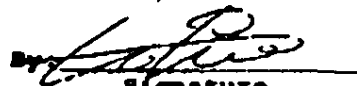
office as indicated in the Articles of Incorporation at the COUNTY OF DADE, State of Florida has named MARC NAVAILLES (Name of Registered Agent)

located at 9726 NW 51 TERRACE City of MIAMI, County (Street Address and number)

of DADE, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Signature
Registered Agent

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