DEC-03-1996 16:17 EMPIRE CORPORATE KIT TO:

FROM: EMPIRE CORPORATE KIT COMPANY

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: ANNA OF MIAMI INC.

AUDIT NUMBER..... H9 6000016962

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>: Help F1 Option Menu F2

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ARTICLES OF INCORPORATION Anna of Miami inc.

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, DO HEREBY ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE ONE

THE NAME OF THE CORPORATION Anna of Mismi Inc.
ARTICLE TWO

THE DURATION OF THE CORPORATION IS PERPETUAL

ARTICLE THREE

THE GENERAL PURPOSE FOR WHICH THE CORPORATION IS ORGANIZED ARE:

- 1. TO ENGAGE IN THE BUSINESS OF ANY AND ALL LAWFUL BUSINESS CONNECTED WITH Investment
- 2. TO TRANSACT ANY OTHER LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT, AND ENGAGE IN ANY OTHER TRADE OR BUSINESS WHICH CAN BE ADVANTAGEOUSLY CARRIED ON IN CONNECTION WITH AUXILIARY TO THE FOREGOING BUSINESS.
- 3. TO DO SUCH THUNGS AS ARE INCIDENTAL TO THE FOREGOING OR NECESSARY OR DESIRABLE IN ORDER TO ACCOMPLISH THE FOREGOING.

ARTICLE FOUR

THE AGGREGATE NUMBER OF SHARES WHICH THE CORPORATION IS AUTHORIZED TO ISSUB IS 100 SHARES. SUCH SHARES SHALL BE OF A SINGLE CLASS, AND SHALL HAVE A PAR VALUE OF \$1.00

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PREPARED BY:

GEORGE BRITO BRITO, BRITO & CO., INC. 407 LINCOLN RD. SUITE 5-B MTAMI BEACH, FL 33139 (305) 534-9292

ARTICLE FIVE

THE STREET ADDRESS OF THE INITIAL REGISTERED AND THE PRINCIPLE OFFICE THE CORPORATION IS: GEORGE BRITO, 407 LINCOLN. RD SUITE 5-B MIAM1 BEACH, FL 33139 AND THE NAME OF INITIAL REGISTERED AGENT AT SUCH ADDRESS IS: GEORGE BRITO

ARTICLE SIX

THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS Two (2) THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS:

PRESIDENT Filippo Ripa P.O. Box 4292 Miami Beach Fl 33141
SECRETARY Bonaventura Ripa
TREASURE Bonaventura Ripa
VICE PRESIDENT Filippo Ripa

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE INCORPORATOR IS AS FOLLOWS:
WITNESS WHERE OF, THE UNDERSIGNED HAS MADE AND SUBSCRIBED
THESE ARTICLES OF INCORPORATION AT MIAMI, FLORIDA THIS __27_
DAY OF ______November 1996 _____

INCORPORATOR Filippo Ripa

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED Filippo Ripa KNOWN TO BE AND KNOWN BY ME
TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF
INCORPORATION, AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE
EXECUTED THOSE ARTICLES OF INCORPORATION.

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STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGMENT IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALLY APPEARED GEORGE BRITO______, KNOW TO BE
AND KNOW BY ME TO EXECUTED THE FOREGOING ACCEPTANCE BY
REGISTERED AGENT, AND HE ACKNOWLEDGED BEFORE ME THAT
ACCEPTANCE ON ______ 27___ DAY OF _____ November_____ 1996

Prepared by
Brito & Brito Accounting Inc.
407 Lincoln Rd #5B
Miami Beach Fl 33 139

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DEC-03-1996 16:18

EMPIRE CORPORATE KIT

IN EYEWITNESS WHEREOF, I HAVE SET HAND SEAL IN THE STATE AND COUNTY ABOVE, ON _____27_DAY OF_November_____1996.

> NOTARY PUBLIC STATE OF FLORIDA COMMISSION EXPIRES

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

> REGISTERED AGENT GEORGE BRITO