

Paris Fashion, Inc.  
83 NW 45th Ave. Suite 201  
Deerfield Beach, Fl. 33442

P97000004263

November 18, 1996

Florida Department of State  
Division of Corporation  
409 E. Gaines St. Tallahassee, Fl.

400002054214--4  
-01/10/97--01080--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To Whom It May Concern:

Please find the enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation
2. A money order in the amount of \$ 70.00 for filing fees.

Please send responses or receipts concerning this filing to the above address.

Thank you very much.

Sincerely,

  
Edward J. Barrett

FILED  
97 JAN 10 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-15-97  
JD

ARTICLES OF INCORPORATION  
OF  
PARIS FASHION, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

FILED  
91 JAN 10 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The name of the Corporation is Paris Fashion, Inc.

ARTICLE 2 - PURPOSE

The Corporation shall engage in any activity of business permitted under the laws of the United State and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 83 NW 45th Avenue, Suite 201, Deerfield Beach, Fl. 33442 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this corporation is:

Edward J. Barrett  
83 NW 45th Ave, Suite 201  
Deerfield Beach, Fl. 33442

ARTICLE 5 - PRESIDENT

The initial President of the Corporation shall be Christelle Sylvie Vinot-Barrett whose address shall be the same as the principal office of the Corporation.

ARTICLE 6 - CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provide shares of stock of any class, confer any preemptive right that the board of directors may deem advisable in connection with such issuance

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### ARTICLE 7 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE 9 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 10 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this corporation is located at 83 NW 45th Ave, Suite 201 Deerfield Beach, FL. 33442. The name and address of the registered agent of this Corporation is Edward J. Barrett.

#### ARTICLE 11 - BYLAWS

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

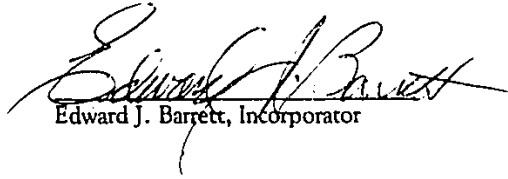
#### ARTICLE 12 - EFFECTIVE DATE

These articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### ARTICLE 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation, or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

I N WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation, this 18th day of November, 1996



Edward J. Barrett, Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

FILED  
97 JAN 10 PM 2:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Edward J. Barrett, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

*Edward J. Barrett*