

TELEPHONE:
(305) 858-7452

LAW OFFICE
Antonio E. Alonso
FIRST UNION BANK OF CORAL WAY
1699 CORAL WAY, SUITE 315
MIAMI, FLORIDA 33145

FAX:
(305) 858-1959

January 2, 1997

Secretary of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

000002073660--9
-01/30/97--01034--017
***122.50 ***122.50

Re: Articles of Incorporation of **DELIA CORPORATION**

Dear Gentleman or Madam:

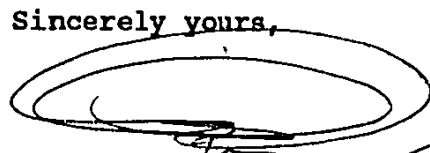
Enclosed please find our office account check in the amount of \$122.50, as per detail below, and original and two copies of the Articles of Incorporation of the above described corporation.

Please return a certified copy to the undersigned, whose address is:

1699 Coral Way, Suite 315
Miami, Florida 33145

Thank you for your kind attention and cooperation to this matter.

Sincerely yours,


ANTONIO E. ALONSO, ESQ.

\$ 35.00 - Filing Fees
52.50 - Certified Copy
35.00 - Registered Agent Designation
\$122.50

RECEIVED
FEB 14 AM 11:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NA
4497-265



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 3, 1997

ANTONIO E ALONSO, ESQ.
1699 CORAL WAY
SUITE 315
MIAMI, FL 33145

SUBJECT: DELIA CORPORATION
Ref. Number: W97000002659

We have received your document for DELIA CORPORATION and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 897A00005560

ARTICLES OF INCORPORATION

OF

DELIA-MAR CORPORATION

ARTICLE I NAME

The name of the corporation shall be:

DELIA-MAR CORPORATION

ARTICLE II DURATION

This Corporation shall have perpetual existence.

ARTICLE III PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of common stock without par value.

ARTICLE V INITIAL REGISTERED AGENT OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

9858 N. Kendall Dr., #E 108
Miami, Florida 33176

The name of the initial registered agent of this corporation at that address is:

JACQUELINE GRECO

97 FEB 14 AM 11:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLE VI MAILING ADDRESS

The mailing address of the corporation is:

9858 N. Kendall Dr., #E 108
Miami, Florida 33176

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

The names and post office address of the members of the Board of Directors are:

NAME

ADDRESS

CALOGERO ALAIMO

7135 Collins Avenue
Unit No. 726
Miami Beach, Florida 33141

ARTICLE VIII INCORPORATORS

The name and post office address of the subscriber of these Articles of Incorporation is:

NAME

ADDRESS

CALOGERO ALAIMO

7135 Collins Avenue
Unit NO. 726
Miami Beach, Florida 33141

ARTICLE IX AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any

amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 24th day of January, 1997.


INCORPORATOR: CALOGERO ALAIMO

STATE OF FLORIDA)
 (SS
COUNTY OF DADE)

BEFORE ME, a notary public, authorized to take acknowledgment in the State and County, set forth above, personally appeared CALOGERO ALAIMO, known to me and known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, he has hereunto set his hands and affixed her official seal, in the State and County aforesaid, that I relied upon the following form(s) of identification of the above-named person(s): Valid Venezuelan Passport and that an oath (was) (was not) taken, this 24th day of January, 1997.

OLGA B. GONZALEZ
Notary Public - State of Florida
My Commission Expires Nov 3, 2000
Commission # CC598137

My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the place designated in these Articles of Incorporation, 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.



JACQUELINE GRECO
Registered Agent

Dated: January 24, 1997

FILED
97 FEB 14 AM 11:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA