

2/21/97

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ~~SUNCOAST FINANCIAL, INC.~~ *LUXMODA, INC.*

AUDIT NUMBER.....H97000003128

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

CERT. OF STATUS..1

PAGES..... 4

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nc 2/24/97

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Articles of Incorporation
of
Luxmoda, Inc.

EFFECTIVE DATE

2-21-97

Article I. Name

The name of this Florida corporation is:
Luxmoda, Inc.

Article II. Address

The mailing address of the Corporation is:
Luxmoda, Inc.
125 Ocean Drive, Suite #1
Miami Beach FL 33139

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Article III. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of voting common stock, par value \$5.00 per share. The Corporation shall have the authority to issue 1,000 shares of non-voting common stock, par value \$5.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:
Allyson M. Glaser
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

Allyson M. Glaser FL Bar Member 0075507
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139
305-673-3700 • Fax 305-531-6987

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each member of the Corporation's Board of Directors is:

Vincenzo Cairone

Article VI. Incorporator

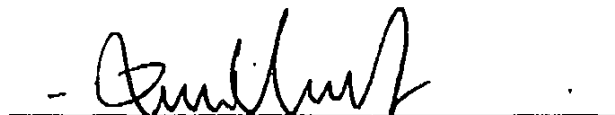
The name and address of the incorporator is:

Allyson M. Glaser
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 21, 1997

The undersigned incorporator executed these Articles of Incorporation on February 21, 1997



ALLYSON M. GLASER
by L.A. Uriarte as attorney-in-fact

Allyson M. Glaser FL Bar Member 0075507
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139
305-673-3700 • Fax 305-531-6987

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**Certificate of Designation
Registered Agent and Registered Office**

CORPORATION:
Luxmoda, Inc.

REGISTERED AGENT:
Allyson M. Glaser
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ALLYSON M. GLASER

by L.A. Uriarte as attorney-in-fact

February 21, 1997

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Allyson M. Glaser FL Bar Member 0075507
Law Office of Allyson M. Glaser
999 Washington Avenue
Miami Beach FL 33139
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