



THE UNITED STATES
CORPORATION
COMPANY

P97000022107

ACCOUNT NO. : 072100000032

REFERENCE : 288761 119520A

AUTHORIZATION :

Patricia P. Smith

COST LIMIT : \$ 70.00

ORDER DATE : March 11, 1997

ORDER TIME : 9:56 AM

ORDER NO. : 288761-005

CUSTOMER NO: 119520A

CUSTOMER: Ms. Ivon Gallo
L & I GALLO ACCOUNTING

1200 Danbury Avenue

Davie, FL 33325

000000110100

SECRET
TALLAHASSEE, FLORIDA

97 MAR 11 PM 3:04

FILED

DOMESTIC FILING

NAME: EL ITALY FASHIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday

EXAMINER'S INITIALS: _____

DIVISION OF CORPORATION

97 MAR 11 AM 10:50

RECEIVED

K.R. MAR 11 1997

97 MAR 11 PM 3:04
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

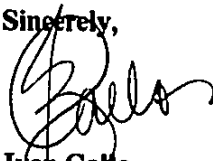
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Filing of Article of Corporation for: EL ITALY FASHIONS, INC.

Enclosed please find an original and (2) two copies of the articles of incorporation for the above corporation

FROM: IVON GALLO
L & I GALLO, INC.
1200 DANBURY AVENUE
DAVIE, FL 33325

Sincerely,



Ivon Gallo
Vice President

97 MAR 11 PM 3:05
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
EL ITALY FASHIONS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is EL ITALY FASHIONS, INC.

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166

The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to: WHOLESALE
2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 5.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:

**LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial board of directors is/are (2). The name and address of each director is:

**ELIZABETH LOZANO & HERNANDO MORENO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**



President



Vice-president

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

PRESIDENT

**ELIZABETH LOZANO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

VICE PRESIDENT

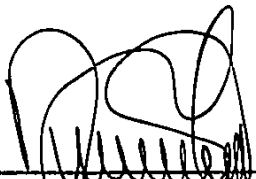
**HERNANDO MORENO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

The undersigned has (have) executed these Articles of Incorporation this

8 day of March, 1997



Signature/President



Signature/Vice-President

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **EL ITALY FASHIONS, INC.**
2. The name and address of the registered agent and office is:

**LUIS F. GALLO
7220 NW. 36 STREET
SUITE 643
MIAMI, FL 33166**

Signature/corporate officer

Title Vice-President

Date 03/8/97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature

Date 03/8/97