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TO: DIVISION OF CORPORATIONS

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FROM: FAS-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
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NAME: P & M DEALS, INC.

AUDIT NUMBER.....H97000005118

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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**ARTICLES OF INCORPORATION OF**

**P & M DEALS, INC.**

The undersigned subscriber to the Articles of Incorporation, hereby forms a Corporation under the Laws of the State of Florida.

**ARTICLE I**

The name of the corporation is: P & M Deals, Inc. The corporate mailing address is: 5084 Biscayne Boulevard, Miami Florida 33137.

**ARTICLE II**

This corporation shall have perpetual existence.

**ARTICLE III**

The general purpose of the corporation is the Purchase and Sale of Shoes and Clothing and any other lawful business. It shall have every corporate power granted by the Florida legislature.

**ARTICLE IV**

The aggregate number of authorized shares is: five thousand (5,000) shares of \$1.00 par value common stock.

**ARTICLE V**

The address of the initial registered office of the corporation is:  
5084 Biscayne Boulevard, Miami FL 33137 and the name of the initial registered agent is Israel Mossak.

Prepared By: David V. Young  
14 N.E. 1st Ave.  
Suite 1005  
Miami, FL 33132  
(305)381-8839

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**ARTICLE VI**

The number of directors constituting the initial board of directors of the corporation is two (2). The number of directors may be either increased or decreased from time to time by the by-laws, but shall never be less than two.

The names and addresses of the initial directors are:

NAME	ADDRESS
Israel Mossak, President	14 N.E. 1st Ave, Suite 1011 Miami, Florida 33132
Jeanette Piscopo, Secretary	1085 98th Street, Apt. 2 Bay Harbor Island FL 33154

**ARTICLE VII**

The name and address of the person signing these articles is:

David V. Young	Oliva & Young Accounting Services Inc. 14 N.E. 1st Ave., Suite 1005 Miami, Florida 33132
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**ARTICLE VIII**

This corporation reserves the right to amend, alter or repeal any provisions contained herein in these Articles of Incorporation or any amendments to these Articles of Incorporation in the manner now or hereafter prescribed by Statute, and all rights confer upon the shareholders are subject to this reservation.

**ARTICLE IX**

Each shareholder shall have the preemptive right to purchase at the price at which it is offered to others, and on the same terms, his or her pro rata share of

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 27<sup>th</sup> day of March, 1997.

David X. Young

STATE OF FLORIDA) ss:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County aforesaid, personally appeared David V. Young (personally known to me or who has produced \_\_\_\_\_ as identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation for the purposes therein expressed, and who did not take an oath.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official  
seal, in the State and County aforesaid, this 27 day of March, 1997.



MARGIE MEYERS  
My Commission CC454445  
Expires Apr. 24, 1999  
Bonded by HAJ  
800-422-1555

  
\_\_\_\_\_  
Notary Public, State of Florida

\_\_\_\_\_  
Printed or Stamped Commission Name

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**CERTIFICATE DESIGNATING REGISTERED PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted,  
in compliance with said Act:

That P & M Deals, Inc. desiring to organize under the laws of the State of  
Florida with its principal office as indicated in the Articles of Incorporation, at  
City of Miami, County of Dade, State of Florida has named Israel Mossak,  
located at 14 N.E. 1st Avenue, Suite 1011, Miami, Florida 33132, County of  
Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate, I hereby accept to act in  
this capacity, and agree to comply with the provision of said Act relative to  
keeping open said office.

By:

  
Israel Mossak

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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