P97000030891

MARIE E NOEL
11858 W DIXIE HIGHWAY
MIAMI, FL 33161

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______ (Corporation Name) ______ (Document #)
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TALLAHASSEE, FLORIDA

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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****122.50 ****122.50

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

APR 7 1997

Examiner's Initials	

CR2E031(1/95)

ARTICLES OF INCORPORATION

OF

ERMITES MARVELOUS FASHIONS CORPORATION

ARTICLE I - NAME

The name of the corporation shall be

ERMITES MARVELOUS FASHIONS CORPORATION

With Postal Address

11858 WEST DIXIE HIGHWAY
MIAMI FLORIDA 33161

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ARTICLE II - DURATION

The duration of the corporation shall be perpetual.

ARTICLES III - PURPOSE

PURPOSE:

The general purposes for which the corporation is initially organized are as follows:

To transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the Corporation, it is expressly declared and provided that the Corporation, to carry on its business, or for the purpose of accomplishing any of the objects herein above mentioned shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal agent or broker, conferred by the laws of the State of Florida upon corporations formed under the laws of said State and which now or hereafter may be authorized by law.

ARTICLE IV - SHARES OF STOCK

The corporation shall have authority to issue One Million (1,000,000) shares of Class A voting common stock, having a par value of One Hundredth of Cent ($0.001) each, and One Million (1,000,000) shares of Class B non-voting common stock, having a par value of One Hundredth of a Cent ($0.001) each.

The Shares of the Class A voting common stock and of the Class B non-voting common stock, and the preferences, limitation, and relative rights thereof, shall be identical, except only that shares of the Class B non-voting common stock shall not have any voting rights, while all voting rights of the shareholders will be held by the shareholders owning the shares of Class A voting common stock.

Rights of the shareholders will be held by the shareholders owning the shares of the Class A voting common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office and the name of its' initial registered agent at such address is a follows:

11858 West Dixie Highway
Miami Florida 33168
Marie Ermite Noel

ARTICLE VI -DIRECTORS

The corporation shall have one (1) director(s) initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name(s) and address of the initial director(s) of the corporation (is) are:

Marie Ermite Noel
10855 N.W. 7th Avenue #137
Miami Florida 33168

ARTICLE VII - INDEMNIFICATION

(a) The private property of the Stockholders shall not be subject to payment of any corporate debts to any extent whatsoever.

(b) Directors of the Corporation may transact business, borrow, lend or otherwise deal or contract with the Corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

(c) The Corporation shall indemnify each Director and Officer of the Corporation against all or any portion of any expenses reasonably incurred in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an Officer or Director of the Corporation (whether or not he continues to be an officer or Director at the time of incurring such expense), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

ARTICLE VIII

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

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

First--That Ermite's Marvelous Fashions Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Miami County of Dade, State of Florida, has named Marie Ermite Noel of Dade County of The State of Florida, as its agent to accept service of process within this State.

Marie Ermite Noel
11858 West Dixie Highway
Miami Florida 33168

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By Marie Ermite Noël
Registered Agent

SUBSCRIBED AT Miami, Florida, this 11th day of March, 19 97.

Marie Ermite Noël

Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF Dade)

The foregoing Articles of Incorporation were acknowledge before me this ____ day of March, 19 97 by

Jean Marie France

NOTARY PUBLIC
State of Florida

My Commission Expires:

Jean Marie France
Notary Public, State of Florida
My Comm. Expires June 20, 2000
No. CC 564765
Bonded Thru Official Notary Service
1-(800) 723-0121

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TALLAHASSEE, FLORIDA