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FILED
97 APR 17 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REJEAN LEDUC
721 S. E. 17TH ST.
FT LAUDERDALE, FL 33316-2927

63-8655 47
2660
2102414827

558

Date 04-10-97

DEPT OF STATE
Pay to the Order of \$ 70.00
--Seventy--

CITIBANK

CITIBANK, F.S.B. 47
3800 S. OCEAN DR.
HOLLYWOOD, FL 33019
1-800-374-8600

memo

266086554 2102414827 0558

*Rejean will send RA
acceptance.*

000002151030--0
-04/22/97--01081--006
*****70.00 *****70.00

Rejean GAVE
AUTHORIZATION BY PHONE TO
CORRECT *art vi*
DATE *4-14-97*
DOC. EXAM *BR*

855, 615, 671
W97-8594

APR 14 1997



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 14, 1997

REJEAN LEDUC
721 SE 17TH ST
FT LAUDERDALE, FL 33316-2927

SUBJECT: VOGUE SPORTSWEAR USA INC.
Ref. Number: W97000008594

We have received your document for VOGUE SPORTSWEAR USA INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

I WILL HOLD THE ARTICLES UNTIL YOU SEND ME YOUR ACCEPTANCE OF REGISTERED AGENT AS WE DISCUSSED TODAY.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 197A00018667

April 15, 1997


Department of State
Division of Corporation
P.O.Box 6327
Tallahassee, Fl. 32314

Attn: Beth Register

Miss,

Enclosed you will find the modification of Article VI of "Vogue Sportswear USA Inc. with also the signature of the Registered Agent.

I appreciate your cooperation.


Réjean Leduc

ARTICLES OF INCORPORATION
OF
VOGUE SPORTSWEAR USA INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be "Vogue Sportswear USA Inc."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is:
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock, par value \$ 1.00 per share.

ARTICLE IV PURPOSE

The Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Réjean Leduc
721 SE 17th Street
Ft. Lauderdale, Fl. 33316

ARTICLE V1 INCORPORATOR

The name and street address of the incorporator to these Article of Incorporation is:

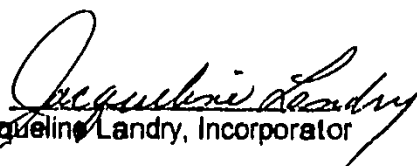
Boutique Jacqueline Enr.
Jacqueline Landry
721 S.E. 17th Street
Ft. Lauderdale, Fl. 33316

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial President, Secretary is: Jacqueline Landry, she live at:

C.P. 104
Pokemouche, New Brunswick, Canada
EOB 2J0

The undersigned has executed the Articles of Incorporation this 9 day of March 1997.

BOUTIQUE JACQUELINE ENR.

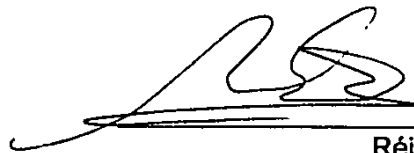

Jacqueline Landry, Incorporator

CERTIFICATE DESIGNATING THE ADDRESS

AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: March 9, 1997



Réjean Leduc
Registered Agent

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