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DE LA PORTILLA & DEL PORTILLO

ATTORNEYS AT LAW

MARIA R. DE LA PORTILLA
RAUL DEL PORTILLO

SUITE 4B
420 SOUTH DIXIE HIGHWAY
CORAL GABLES, FLORIDA 33146
(305) 667-5994

April 30, 1997

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

FILED
97 MAY -5 AM 11:01
TALLAHASSEE, FLORIDA

RE: QUICK FASHION, INC.

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-05/05/97--01083--016

***122.50 ***122.50

Dear Sir/Madame:

Enclosed please find our check in the sum of \$122.50 to cover required fees for the incorporation of the above referenced new corporation. Kindly process this matter at your earliest possible convenience.

Thank you for your usual courtesy at all times.

Sincerely,



AMPARO O. TOJEIRO,
Legal Assistant to
MARIA R. DE LA PORTILLA

Encls.

ARTICLES OF INCORPORATION

OF

QUICK FASHION, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

QUICK FASHION, INC.

ARTICLE II

TERM

This corporation is to exist perpetually.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock that this corporation is authorized to issue is one thousand (1,000) shares of common stock being the only stock authorized to be issued and having a par value of one (\$1.00) dollar per share.

ARTICLE V

REGISTERED AGENT

The name and address of the initial registered agent of this corporation is as follows: MARIA R. DE LA PORTILLA, 420 So. Dixie Highway, Suite 4B, Coral Gables, Florida, 33146. The Board of Directors may from time to time move the registered office to any other address in the State of Florida or replace the Registered Agent.

ARTICLE VI

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TALLAHASSEE, FLORIDA

ARTICLE VII

INITIAL DIRECTORS

The names and addresses of the members of the initial Board of Directors who shall hold office for the first year of existence of the corporation, or until their successors are elected or appointed and have qualified are:

<u>NAME</u>	<u>ADDRESS</u>
MARIA R. DE LA PORTILLA	420 So. Dixie Hwy. #4B Coral Gables, Fla., 33146

ARTICLE VIII

INCORPORATORS

The name and address of each person signing these Articles of Incorporation as an incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
MARIA R. DE LA PORTILLA	420 So. Dixie Hwy. #4B Coral Gables, Fla., 33146

ARTICLE IX

EFFECTIVE DATE

The effective date for the commencement of the existence of this corporation shall be on the date of filing the Articles of Incorporation.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation or any amendment hereto or any right conferred upon the shareholders as subject to this reservation.

ARTICLE XI

DIRECTORS AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix compensation unless otherwise provided in the Articles of Incorporation or By-laws.

ARTICLE XII

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XIII

ARTICLE XIV

This corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida, this 30 day of April, 1997.

MARIA R. DE LA PORTILLA

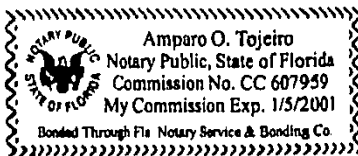
STATE OF FLORIDA)
SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared **MARIA R. DE LA PORTILLA**, to me known to be the persons described in and who executed the foregoing instrument and who produced (personally known) as (identification), acknowledged before me that she executed the same and who did/did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of April, 1997, A.D.

Amparo Tojeiro
Notary Public/State of Fla. at
Large
Print Name: Amparo Tojeiro

My Commission Expires:



REGISTERED AGENT

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 statement in designating the registered office/registered agent(s), in the state of Florida.

1. The name of the corporation: **QUICK FASHION, INC.**
2. The name and address of the registered agent and office is:

**MARIA DE LA PORTILLA
420 So. Dixie Hwy.
Suite 4B
Coral Gables, Fla., 33146**

Signature: _____

MARIA DE LA PORTILLA

Title: _____

Date: April 30, 1997

Having been named as registered agent and to accept service process for the above stated corporation at the place designated in this 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: _____

MARIA DE LA PORTILLA

Date: April 30, 1997

STATE OF FLORIDA)

SS

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared **MARIA DE LA PORTILLA**, to me known to be the person described in and executed the foregoing instrument and who produced (personally known) (identification), acknowledged before me that he executed the same and who did/did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of April, 1997, A.D.

Notary Public/State of Fla. at