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ACCOUNT NO. : 072100000032

REFERENCE : 396963 9594A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : May 19, 1997

ORDER TIME : 1:34 PM

ORDER NO. : 396963-005

CUSTOMER NO: 9594A

CUSTOMER: Sylvia Ibanez, Esq
SILVIA S. IBANEZ, ESQ

Ste 196, 3956 Town Center Blvd
Orlando, FL 32837

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-05/20/97--01001--019
*****70.00 *****70.00

DOMESTIC FILING

NAME: ISABELLA FASHION DESIGN, INC.

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
X PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: _____

94 MAY 19 1997

ARTICLES OF INCORPORATION
OF
ISABELLA FASHION DESIGN, INC.

FILED
97 MAY 19 AM 9:13
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

Article I - Name

The name of this corporation is:

ISABELLA FASHION DESIGN, INC.

Article II - General Purpose

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

Article III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock having a \$1.00 par value.

Article IV - Address

The principal address of the corporation is : 11109 Iron Bridge Rd., Orlando, Fl. 32837. The name and address of the initial registered agent is: SERGIO GUIFARRO, 11109 Iron Bridge Rd., Orlando, Fl. 32837, who hereby accepts appointment as registered agent. In acceptance thereof, she has signed below as registered agent and as subscriber to these articles.

Article V - Term of Existence

This corporation is to exist perpetually.

Article VI - Directors

This corporation shall be managed by a Board of Directors. There shall be two directors initially. Directors may be increased (or decreased) from time to time in accordance with the bylaws adopted by the shareholders.

The name and street address of the initial directors are:

SERGIO GUIFARRO, 11109 Iron Bridge Rd., Orlando, Fl. 32837,

ISABEL GUIFARRO, 11109 Iron Bridge Rd., Orlando, Fl. 32837,

Article VII - Officers

The name and address of the initial officer(s) of the corporation, who shall hold office for the first year of the corporation, or until their successors are elected are:

Pres: SERGIO GUIFARRO, 11109 Iron Bridge Rd.,
Orlando, Fl. 32837,

Sect: ISABEL GUIFARRO, 11109 Iron Bridge Rd.,
Orlando, Fl. 32837,

Article VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

Article IX - Subscriber

The name and street address of the subscriber to these Articles of Incorporation is:

SERGIO GUIFARRO, 11109 Iron Bridge Rd., Orlando, Fl. 32837

IN WITNESS WHEREOF, the undersigned executed these Articles of
Incorporation, on this 12th day of MAY, 1997.

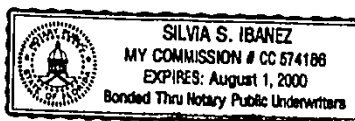
Sergio Guifarro

STATE OF FLORIDA
COUNTY OF ORANGE

Subscribed and sworn to before me by Sergio Guifarro,
who is personally known to me or who has produced DRIV. licence
_____ (type of identification) as identification.

Silvia S. Ibanez
(Notary Signature)

My commission expires:



TALLAHASSEE, FLORIDA

97 MAY 19 AM 8:13

1997