

2:29 PM

P97000067376
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000012707 0))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: EXCESS FASHIONS OF MIAMI, INC.

AUDIT NUMBER.....H97000012707

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

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:01:31

FILED
97 AUG -5 AM 9:35
TALLAHASSEE, FLORIDA

nc 8/5/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 5, 1997

EMPIRE

SUBJECT: EXCESS FASHIONS OF MIAMI, INC.
REF: W97000017946

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

NOTE, FAX AUDIT NUMBER IS NOT THE SAME ON DOCUMENT AS ON COVER.

Please return the original and one copy of 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 (850) 487-6922.

Bobbie Cox
Senior Corporate Section Administrator

FAX Aud. #: H97000012707

Letter Number: 197A00039642

(4)

H97000012707

ARTICLES OF INCORPORATION
OF
EXCESS FASHIONS OF MIAMI, INC.

FILED

97 AUG -5 AM 9:35

FILE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is EXCESS FASHIONS OF MIAMI, INC. The principal office and mailing address of this corporation is: 5499 SW 8 STREET, MIAMI, FLORIDA 33145.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is organized is authorized to issue 500 shares of \$ 1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5499 SW 8 STREET, MIAMI, FLORIDA 33145, and the name of the initial registered agent of this corporation at that address is CARIDAD CASTRO.

Prepared by:
LAW OFFICES OF CAROLYN KARETTIS, P.A.
3121 Ponce De Leon Blvd.
Coral Gables, FL 33134
(305) 567-1113
FLA. BAR NO. 0660876

- 1 -

H97000012707

H 97000012707
ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of Directors may be increased from time to time by the By-Laws.

The name and address of the Director of this corporation is:

Name
CARIDAD CASTRO

Address
5499 SW 8 STREET
MIAMI, FL 33145

ARTICLE VIII - INCORPORATORS

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

Name
CARIDAD CASTRO

Address
5499 SW 8 STREET
MIAMI, FL 33145

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of July, 1997.

Caridad Castro
CARIDAD CASTRO

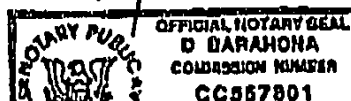
STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31st day of July, 1997, by CARIDAD CASTRO, who is personally known by me, or who has produced identification, and he did take an oath.

My Commission expires:

[Signature]
Notary Public, State of Florida

H 97000012707



H 97000012707

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

EXCESS FASHIONS OF MIAMI, INC.

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

EXCESS FASHIONS OF MIAMI, 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 CARIDAD CASTRO, located at 5499 SW 8 STREET, MIAMI, FLORIDA 33145. its agent to accept service of process within the 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 provisions of said Act relative to keeping open said office. Further, I am familiar with and accept the obligations provided for in Florida Statute 607.0505.


CARIDAD CASTRO

FILED
97 AUG -5 AM 9:35
CLERK
TALLAHASSEE, FLORIDA

H 97000012707