

9/02/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: LITI, INC..

AUDIT NUMBER.....H97000014443

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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ARTICLES OF INCORPORATION

OF

LITI, INC.

ARTICLE I

Name

The name of the corporation is LITI, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

This corporation is formed for the following purposes:

- (a) To engage in the specific business of marketing clothing and accessories
- (b) To carry on any other lawful activity permitted by the Florida General Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 100 shares, consisting of one class only, designated as "Common Stock", no par value. Each issued and outstanding share shall be entitled to one vote.

ARTICLE V

Initial Registered Office and Agent

The street address and the initial principal office of this corporation is 217 Via Linda, Palm Beach, Florida 33480. The initial registered agent shall be Peter W. Mattler, Esq., 140 Royal Palm Way, Suite 202, Palm Beach, Florida 33480.

PETER W. METTLER
Attorney at Law
140 Royal Palm Way, Suite 202
Palm Beach, FL 33480
561/832-7600
FLA. BAR # 163862

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ARTICLE VI

Initial Board of Directors and Officers

This corporation shall have two directors initially. The number of directors may either be increased or diminished from time to time by the bylaws, but shall never be less than one. The name and address of the initial officer and directors of this corporation are:

Initial Officers and Directors

Walter Ragazzi, President/ Secretary/Treasurer/Director	217 Via Linda Palm Beach, FL 33480
Mrs. Carla Battistini, Director	217 Via Linda Palm Beach, FL 33480

ARTICLE VII

Incorporator

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

Walter Ragazzi
217 Via Linda
Palm Beach, FL 33480

ARTICLE VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of SEPTEMBER, 1997.


WALTER RAGAZZI

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STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 2nd day of September, 1997, by WALTER RAGAZZI, who is personally known to me ~~or who produced~~ _____ as identification and who did not take an oath.

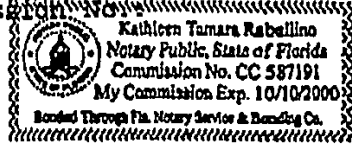
(SEAL)

Kathleen Tamara Rabellino

NOTARY PUBLIC

Commission Expiration:

Commission No. _____



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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, in the state of Florida.

1. The name of the corporation is: LITI, INC.

2. The name and address of the registered agent and office is:

PETER W. METTLER, ESQ.

(Name)

140 ROYAL PALM WAY, SUITE 202

(P.O. Box NDI acceptable)

PALM BEACH, FL 33480

(City/State/Zip)

Having been named as registered agent and to accept service of 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

P. W. Mettler

DATE

9/2/97

REGISTERED AGENT FILING FEE: \$35.00

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DIVISION OF CORPORATIONS, P.O. BOX 8327, TALLAHASSEE, FL 32314