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11/07/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.  
CONTACT: PAM FRIEDMAN  
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NAME: THE CAT'S MEOW, INC.

AUDIT NUMBER.....H97000018583

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

CERT. OF STATUS..0

PAGES..... 1

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 7, 1997

ACE INDUSTRIES, INC.

SUBJECT: THE CAT'S MEOW, INC.  
REF: W97000025367

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

The conflict is, THE CAT'S MEOW, INC., document number L94960.

If you have any further questions concerning your document, please call (850) 487-6924.

Sharon Tala  
Document Specialist Supervisor

FAX Aud. #: R97000018583  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HA7-18583

ARTICLES OF INCORPORATION

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Article 1: Name of Corporation THE CAT'S MEOW CLOTHING, INC.  
Address of Corporation 12555 BISCAYNE BOULEVARD SUITE 727  
NORTH MIAMI, FLORIDA 33181

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$.01. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT MELISSA HENSLER  
and 12555 BISCAYNE BLVD. #727  
REGISTERED OFFICE: NORTH MIAMI, FL 33181

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Melissa Hensler 11/6/97  
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)  
First listed is President. Second is Vice-President. Then, sec/treasurer  
1. MELISSA HENSLER  
12555 BISCAYNE BOULEVARD SUITE 727  
NORTH MIAMI, FLORIDA 33181

Article 5: The Name and Address of the INCORPORATOR is:  
MELISSA RAE HENSLER  
12555 BISCAYNE BOULEVARD SUITE 727  
NORTH MIAMI, FLORIDA 33181

In witness whereof I have subscribed my name Melissa Hensler  
Signature of Incorporator

HA7-18583

Prepared by:  
**ace INDUSTRIES, INC.**  
54 NW 11th Street  
Miami, FL 33136  
305-358-2571

MELISSA RAE HENSLER