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LAW OFFICES OF LANCE ARMSTRONG

A Professional Association

1035 N.W. 11<sup>th</sup> Avenue, Miami, FL 33136-2611  
Telephone: (305) 547-2555 / Fax: (305) 545-8514

February 28, 1998

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-03/05/98--01074--008  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

**Re: Incorporation of Vixen Jeans, Inc.**

Please find enclosed the Articles of Incorporation of Vixen Jeans, Inc., the Registered Agent Designation, and my check in the amount of \$122.50 for the corporate filing fee and a certified copy of the Articles of Incorporation.

Thank you for your cooperation in this matter and should you have any questions or suggestions in this regard, please give my office a call.

Sincerely Yours,



Lance Armstrong, Esq.

FILED  
98 MAR -5 PM 12:45  
STATE  
TALLAHASSEE, FLORIDA

CP  
3/1/98

**ARTICLES OF INCORPORATION  
OF  
VIXEN JEANS, INC.**

**FILED**  
98 MAR -5 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of **VIXEN JEANS, INC.**, a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

1. The name of the corporation shall be as stated above.
2. The period of duration is perpetual.
3. The purpose of the corporation shall be to engage in all retail and wholesale trade and business activities as provided for under the laws of the State of Florida, and any and all other lawful business activities permitted under the laws of the state of Florida or the United States of America, whether the activities be within or without the jurisdiction of the United States of America, with the exception of banking or banking activities, unless otherwise permitted by special charter in which case an amendment will be attached to these Articles of Incorporation permitting the same.
4. The capital stock of the corporation authorized, the par value thereof, and the characteristics of such stock shall be as follows: **100 shares at \$1.00 par value.**

Shares of the capital stock of this corporation shall be issued initially to the following persons, in the amounts set opposite their names:

**Melissa Roberts**

**100 Shares**

Shares held by the shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this Corporation. The price and terms at which, and the time within which those shares may be offered and sold shall be further specified by written agreement among all the shareholders and the Corporation.

5. The corporation shall be deemed to exist as a valid corporation under the Laws of the State of Florida on the date in which the original Articles of Incorporation were filed in the office of the Secretary of State.

6. The initial principal place of business of the corporation shall be located at: **1035 N.W. 11th Avenue, Miami, Florida 33136.**

7. The name of the initial Registered Agent in the State of Florida authorized to accept service of process on behalf of said corporation and his address shall be: **Lance Armstrong, Esquire, 1035 N.W. 11th Avenue, Miami, Florida 33136.**

8. The number of directors constituting the Board of Directors of the Corporation shall be one, whose name and address is as follows:

**Melissa Roberts      420 S. Park Road, #309, Hollywood, Florida 33020**

9. The name and address of the Incorporator is as follows:

**Melissa Roberts      420 S. Park Road, #309, Hollywood, Florida 33020**

  
Melissa Roberts

DATED this 28 day of February, 1998.

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared Melissa Roberts who produced a Florida Driver's License as identification and who is the person described in and who subscribed to the foregoing Articles of Incorporation of Vixen Jeans, Inc., a Florida Corporation, and who acknowledged before me that she did freely and voluntarily subscribe to the same for the uses and purposes therein described and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at  
in said County and State afore stated this 28<sup>th</sup> day of February, 1998.



Dunia L Rocha  
My Commission CC663264  
Expires July 13, 2001

Denise J. Recker  
Notary Public, State of Florida

CERTIFICATE DESIGNATING RESIDENT AGENT,  
PLACE OF BUSINESS, OR DOMICILE, FOR THE SERVICE  
OF PROCESS WITHIN THE STATE OF FLORIDA ON  
BEHALF OF A CORPORATION

In compliance with Florida Statute §48.091, the following is submitted:

**VIXEN JEANS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1035 N.W. 11<sup>th</sup> Avenue, Miami, Florida, has named **Lance Armstrong, Esquire, of 1035 N.W. 11<sup>th</sup> Avenue, Miami, Florida 33136**, as its agent to accept service of process within the State of Florida.

HAVING BEEN NAMED to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date:

2/28/98

By:



Lance Armstrong, Esquire  
Florida Bar # 281638  
1035 N.W. 11<sup>th</sup> Avenue  
Miami, Florida 33136  
(305) 547-2555

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAR -5 PM 12:46

FILED