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April 29, 1998

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314-6327

Re: Firenze Fashions, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is our firm check in the amount of \$122.50 representing payment of the following:

Filing fee	\$25.00
Certified copy fee	52.50
Registered Agent fee	35.00

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***122.50 ***122.50

Please file the original and return a certified copy to our office.

Thank you for your assistance with regard to this matter.

Sincerely,

Robert T. Miller
(Signature)

Robert T. Miller

RTM:drd
Enclosures

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Handwritten signature
5/3/98

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

FIRENZE FASHIONS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I.

Name.

The name of the Corporation is: **FIRENZE FASHIONS, INC.**

Article II.

Duration.

The duration of the Corporation is perpetual.

Article III.

Purpose.

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

C. The general nature of the business to be transacted by this corporation shall be any activity or business permitted under the laws of the United States of America and the State of Florida.

Article IV.

Capital Stock.

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100) shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

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TALLAHASSEE FLORIDA

Article V.
Initial Principal Office and Registered Agent.

The street address of the initial Principal Office of the Corporation is 5065 Park Central Drive, Suite 1616, Orlando, Florida 32839, and the name of its initial Registered Agent is DORIS SHORES, whose address is 5065 Park Central Drive, Suite 1616, Orlando, Florida 32839.

Article VI.
Initial Board of Directors, Officers and Subscribers.

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The following are the names and street addresses of the persons who shall constitute the initial Board of Directors of the corporation, and the persons holding office for the first year of the corporation's existence, or until their successors are elected and have qualified, and each of the following named persons is a subscriber to these Articles of Incorporation.

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Doris Shores	130 Reid Nixon Road Thurmond, NC 28683	President/Secretary/Treasurer

Article VII.
Amendment.

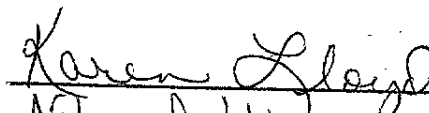
The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

Article VIII.
Transfer of Stock.

Any limitation upon the transferability or assignment of stock shall be a valid matter of agreement which stockholders may include in any agreement among themselves.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 25 day of April, 1998.


DORIS SHORES


Notary Public

My Commission Expires: October 6, 2002

North Carolina
STATE OF ~~FLORIDA~~
COUNTY OF ~~POLK~~ Surry

BEFORE ME personally appeared, DORIS SHORES, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 25 day of April, 1998.

Karen Lloyd
Notary Public, State of ~~Florida~~ North Carolina
My Commission Expires: October 6, 2002
My Commission No:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of >, which is contained in the foregoing Articles of Incorporation.

DATED this 25 day of April, 1998.

Doris Shores
Doris Shores
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA