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**DAVID C. DOWELL**

**Attorney at Law**

**P.O. Box 616813**

**Orlando, Florida 32861-6813**

**Phone (407) 897-3311 Fax (407) 521-6734**

May 18, 1998

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Fashion Leader, Inc.

Dear Sir/Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, a check/money order in the sum of \$70.00 is enclosed which represents the following fees:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00

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-05/22/98--01075--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Please file the original of the enclosed Articles of Incorporation and return a time-stamped copy to the undersigned attorney.

Sincerely,

  
David Dowell

APPROVED  
AND  
FILED  
98 MAY 22 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

S. BROCK MAY 27 1998

**ARTICLES OF INCORPORATION  
OF  
FASHION LEADER, INC.**

98 MAY 22 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation ("Corporation") is **FASHION LEADER, INC.**

**ARTICLE II**

The address of the principal office of the Corporation is 5688 International Drive, Orlando, Florida 32819.

**ARTICLE III**

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1.00, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

**ARTICLE IV**

The initial street address of the Corporation's registered office is 5688 International Drive, Orlando, Florida 32819. The initial registered agent for the Corporation at that address is Joey LeMois.

**ARTICLE V**

The initial Board of Directors shall consist of one (1) member. The name and address of the person who will serve on the initial Board of Directors is:

Name

Address

Joey LeMois

740 Crossbow Lane  
Sanford, FL 32773

#### ARTICLE VI

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

Name

Address

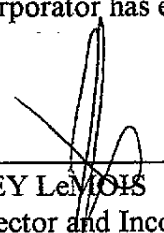
Joey LeMois

740 Crossbow Lane  
Sanford, FL 32773

#### ARTICLE VII

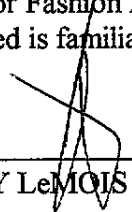
The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by the law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of May, 1998.

  
\_\_\_\_\_  
JOEY LeMOIS  
Director and Incorporator of  
Fashion Leader, Inc.

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Fashion Leader, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0505.

  
\_\_\_\_\_  
JOEY LeMOIS

98 MAY 22 AM 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED