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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: YOUNG GENERATION, INC.

AUDIT NUMBER.....H98000011159

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

CERT. OF STATUS..0

PAGES..... 4

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TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 16, 1998

EMPIRE

SUBJECT: YOUNG GENERATION, INC.
REF: W98000013803

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.

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Becky McKnight
Document Specialist

FAX Aud. #: E98000011159
Letter Number: 998A00033392

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ARTICLES OF INCORPORATION

INTERNATIONAL BARGAIN WHOLESALE, INC.

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I NAME OF CORPORATION

The name of the corporation shall be:

INTERNATIONAL BARGAIN WHOLESALE, INC.

ARTICLE II GENERAL NATURE OF BUSINESS

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

A. The total authorized capital stock of this Corporation is One Thousand (1,000) shares of Common Stock, par value \$1.00 per share.

B. Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IV TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V ADDRESS OF PRINCIPAL OFFICE IN THIS STATE

The initial street address of the principal office of this Corporation in the State of Florida is: 1112 Weston Road, #253 Fort Lauderdale, Florida 33326. The Board of Directors may from time to time move the principal office to another address in Florida.

Presented By: Disney D. Thompson, Esq. Fla Bar #847534
169 E. Flagler St. Suite 1527 Miami, FL 33131

(305) 381-9096

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ARTICLE VI
NUMBER OF DIRECTORS

This Corporation shall have not less than one (1) Director.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The name and street address of the initial members of the Board of Directors are:

MEHRAN ESFANDI
1112 Weston Road, #253
Fort Lauderdale, Florida 33326

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 1112 Weston Road, #253 Fort Lauderdale, Fl 33326 and the name of the initial registered agent of this Corporation at the address is: MEHRAN ESFANDI.

ARTICLE IX- INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: MEHRAN ESFANDI 1112 Weston Road, #253 Fort Lauderdale, Fl 333126.


MEHRAN ESFANDI

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 49.091 and Section 607.034 (3) Florida Statutes, the following is submitted:

INTERNATIONAL BARGAIN WHOLESALE, INC., a corporation being organized under the laws of the State of Florida, with its principal place of business: 1112 Weston Road #253, Fort Lauderdale, Fl, 33326, has named MEHRAN ESFANDI, located at 1112 Weston Road #253, Fort Lauderdale, Fl 33326, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby state that I am familiar with, and accept the obligations provided for in Florida Statutes Section 607.325, that I hereby accept to act in this capacity and agree to comply with the provisions of said sections relative to keeping open said office.



Registered Agent: Mehran Esfandi

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TALLAHASSEE, FLORIDA

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