BAD GIRLS BEACHWEAR, INC. 716 N.W. 57 Street, Ft. Lauderdale, Florida 33309 (954) 263-0333

June 16, 1998

Secretary Work

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

SUBJECT:

INCORPORATION OF

BAD GIRLS BEACHWEAR, INC.

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Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation of BAD GIRLS BEACHWEAR, INC. and a check for:

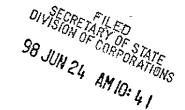
X	\$70.00	\$78.75	\$122.50	\$131.25
	Filing Fee	Filing Fee	Filing Fee	Filing Fee,
		&Certificate	& Certified Copy	Certified Cop & Certificate

ADDITIONAL COPY REQUIRED

FROM:	Chrisann Michaud	
	Name (Printed or typed)	
	716 N.W. 57 Street	
	Address	
	Ft. Lauderdale, Florida 33309	
	City, State & Zip	
	(954) 263-0333	
	Daytime Telephone Number	

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ARTICLES OF INCORPORATION OF



BAD GIRLS BEACHWEAR, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation

Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be BAD GIRLS BEACHWEAR, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 716 N.W. 57 Street, Ft. Lauderdale, Florida 33309

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares at no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are: Chrisann Michaud at 716 N.W. 57 Street, Ft. Lauderdale, Florida 33309.

ARTICLE V - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are:

Chrisann Michaud at 716 N.W. 57 Street, Ft. Lauderdale, Florida 33309

duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my

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Signature/Registered Agent

Date