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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 29 AM 9:40

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

700002575427--9
-06/29/98-01137-016
****122.50 ****122.50

SUBJECT: Good Faith Clothing Variety Store, Inc.
(Proposed corporate name-must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

- | | | | |
|----------------------------------|----------------------------------|--|-----------------------------------|
| <input type="checkbox"/> \$70.00 | <input type="checkbox"/> \$78.75 | <input checked="" type="checkbox"/> \$122.50 | <input type="checkbox"/> \$131.25 |
| Filing fee | Filing fee | Filing fee | Filing fee, |
| | & Certificate | & Certified Copy | Certified Copy |
| | | | & Certificate |

FROM: Mr. Nathaniel Brown
Name(printed or typed)

921 Pennsylvania Avenue

Ft. Lauderdale, Florida 33312

Voice: (954) 583-2754

Nathaniel Brown GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. I
DATE 7/3/98
DOC. EXAM Nathaniel Brown

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

For

GOOD FAITH CLOTHING & VARIETY STORE, INC.

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The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

Article I-Name of the Corporation

The name of the corporation shall be:

GOOD FAITH CLOTHING & VARIETY STORE, INC.

Article II-Nature or Purpose of the Business

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state. The corporation will establish a retail clothing outlet in the Tri-County Area, and the State of Florida. The corporation will comply with any professional regulations imposed by other state agencies within the State of Florida as well.

Article III-Principal Office

The principal business mailing address of this corporation shall be:

921 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312
Voice:(954)583-2754

The location of the company's clinic, principal place of business will be determined at a future date after lease contracts have been negotiated and signed accordingly.

Article IV-Number of Shares Authorized

The number of common shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand (1,000)

(The par value of the corporation common stock will be \$1.00. The subscribers have authorized the issuance of 81% of the stock or 810. The remaining 190 shall be held in reserve and, in accordance with shareholders or Board of Directors approval will be distributed accordingly). At present, Nathaniel Brown will own 51% of the outstanding shares, Zelotis E. Brown will own 15% and Nezrene Ezell will own 15%.

ARTICLES OF INCORPORATION

For

GOOD FAITH CLOTHING & VARIETY STORE, INC.

Article V-Initial Registered Agent

The name and address of the initial registered agent is:

Mr. Nathaniel Brown
921 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312

Article VI-The initial Incorporator (s) or Subscriber(s) of this Corporation

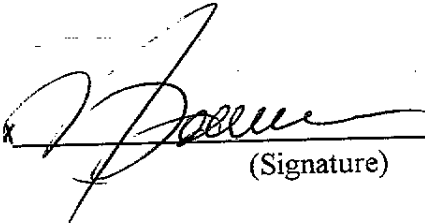
Nathaniel Brown
921 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312

Zelotis E. Brown
921 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312

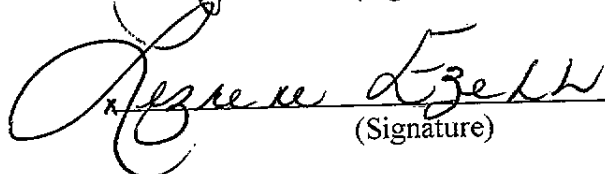
Nezrene Ezell
575 N.W. 46th Terrace
Plantation, Florida 33317

The undersigned incorporators have executed these Articles of Incorporation this

25th day of June, 1998


(Signature)


(Signature)


(Signature)

Articles of Incorporation
Filing Fee-\$35.00

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is **Good Faith Clothing & Variety Store , Inc.**

2. The name and address of the registered agent and office are as follows:

Mr. Nathaniel Brown
921 Pennsylvania Avenue
Ft. Lauderdale, Florida 33312

*Having been named as registered agent and to accept service 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 duties, and I am familiar with and accept the
obligation of my position as registered agent.*

x 
(Signature)

x 6/25/98
(Date)