

7/21/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
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PHONE: (305)541-3694

FAX #: (305)922-4001
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NAME: TEX-STYLES CORPORATION
AUDIT NUMBER.....H98000013435
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 4
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 21, 1998

EMPIRE

SUBJECT: TEX-STYLES CORPORATION
REF: W98000016488

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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

THE CONFLICT IS TECH STYLES, INC., DOCUMENT NUMBER 681439.

If you have any further questions concerning your document, please call (850) 487-6928.

Michelle Milligan
Document Specialist

FAX Aud. #: H98000013435
Letter Number: 398A00038482

Robert A. Brandt
Counselor at Law

Admitted to practice in
Florida and New York

Penthouse One
1110 Brickell Avenue
Miami, Florida 33131-3139
Internet Address: Rablegal@aol.com
Telephone 305 374-2202
Facsimile 305 374-2207

July 22, 1998

Division of Corporations
Florida Department of State

ATTN: MICHELLE MILIGAN,
Document Specialist

RE: SUBJECT: TEX-STYLES CORPORATION
REFERENCE NUMBER: W98000016488

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Ms. Milligan:

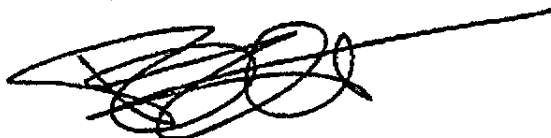
Please be advised that the subscriber to Tex-Styles Corporation is aware of an existing Florida corporation known as "Tech-Styles, Inc.", document number 681439.

Further, be advised that there is a difference in meaning between the corporations in that Tex-Styles is a corporation which engages in the manufacture of clothing and the word is a play on the word "textile", whereas the existing corporation "Tech-Styles" would have an entirely different meaning and connotation as it relates to technical matters.

In accordance with our telephone conversation, please register the above referenced corporation.

Thank you in advance and if you have any questions do not hesitate to contact me.

Very truly yours,



Robert A. Brandt, Esq.

RAB:tf
cc: Empire

BUS (tex-sec)
#2114

W98000016488

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**ARTICLES OF INCORPORATION
OF
TEX-STYLES CORPORATION**

ARTICLE I - NAME

The name of the corporation is:

TEX-STYLES CORPORATION

ARTICLE II - DURATION

The corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

**MARGARITA ABELLO
1835 S. MIAMI AVENUE
MIAMI, FL 33129**

This document prepared by:
Robert A. Brandt, Esq.
1110 Brickell Avenue, PH-1
Miami, FL 33131
Phone: (305) 374-2202
Fla. Bar No. 311391

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TALLAHASSEE, FLORIDA

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

MARGARITA ABELLO
1835 S. MIAMI AVENUE
MIAMI, FL 33129

ARTICLE VIII - INCORPORATOR

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

MARGARITA ABELLO
1835 S. MIAMI AVENUE
MIAMI, FL 33129

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

ARTICLE XI - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence upon filing of these Articles of Incorporation.

ARTICLE XII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

1835 S. MIAMI AVENUE
MIAMI, FL 33129

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on July 20, 1998.


MARGARITA ABELLO

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First That, TEX-STYLES CORPORATION desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at County of Dade, State of Florida has named MARGARITA ABELLO, located at 1835 S. MIAMI AVENUE, MIAMI, FL 33129, County of Dade within this State as registered agent of said corporation.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Margarita Abello
MARGARITA ABELLO
(REGISTERED AGENT)

Date: July 20, 1998

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