

P98000072331

July 30, 1998

Dept. of State
Division of Corporation
P.O.Box 6327
Tallahassee, FL 32314

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-08/17/98--01021--022
***245.00 ***122.50

Ref: Articles of Incorporation for:

- 1) The Power 3001, Inc.
- 2) Wells Fargo Jeans International, Inc.

Please find enclosed a check in the amount of \$ 245.00 for the above 2 corporations.

Sarkis Arslanian

Sarkis Arslanian
444 Brickell Ave., Suite 51-462
Miami, FL 33131

Dmc
8/19/98

FILED
98 AUG 17 AM 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
WEST FARGO JEANS INTERNATIONAL, INC..

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, a natural person competent to contract, hereby files these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

ARTICLE I.

Name

The name of this Corporation shall be WEST FARGO JEANS INTERNATIONAL, INC..

ARTICLE II.

Address of Principal Office

The address of the Principal Office of the Corporation is

444 Brickell Ave., Suite 51-462
Miami, Florida 33131

ARTICLE III.

Nature of Business

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

The purpose of this corporation shall be to import, export, buy, sell, consign and otherwise deal in retail and wholesale business. Contracting, subcontracting, organizing and producing trade fairs.

To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property both improved and unimproved, and personal property of whatsoever nature or kind, as owner, agent, factor, or broker; to build, construct and alter houses, buildings and structures of whatsoever nature or kind;

The purpose of this corporation also includes all and any ownership or operations necessary to lawfully conduct any other lawful business in the State of Florida, the United States and other parts of the world.

ARTICLE IV. FUTURE PROVISIONS

**ARTICLE IV.
Incorporator**

The name and street address of the Incorporator of this Corporation is as follows:

Sarkis Arslanian 444 Brickell Ave., Suite 51-462
Miami, FL 33131

**ARTICLE V.
Term of Corporate Existence**

This Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE VI.
Address of Registered Office and Registered Agent**

The street address of the initial registered office of this corporation in the State of Florida shall be as follows:

444 Brickell Ave., Suite 51-462
Miami, FL 33131

The name of the initial registered agent of the Corporation at the above address shall be as follows:

Sarkis Arslanian

The Board of Directors may from time to time change the registered office to any other address in the State of Florida or change the registered agent.

**ARTICLE VII.
Capital Stock**

This Corporation is authorized to issue 1,000 shares of One Dollar par value common stock, which shall be designated "Common Shares"

**ARTICLE VIII.
Number of Directors**

This Corporation shall have one (1) Director initially. the number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1).

ARTICLE IX.
Initial Board of Directors

The names and addresses of the members of the initial Board of Directors of this Corporation are as follows:

Sarkis Arslanian P-VP-S-T-D 444 Brickell Ave. # 51-462, Miami, Fl

ARTICLE X.
By-Laws

The Shareholders of the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Shareholder or Directors in any manner permitted by the By-Laws which is in accord with the purposes of the Corporation as set out in these Articles of Incorporation.

ARTICLE XI.
Amendment

These Articles of Incorporation may be amended by the Corporation in any manner now or hereafter provided for by law.

ARTICLE XII.
Indemnification

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, being the original subscribing incorporator to the foregoing Articles of Incorporation, has hereunto set his hand and seal this 30 day of July, 1998.

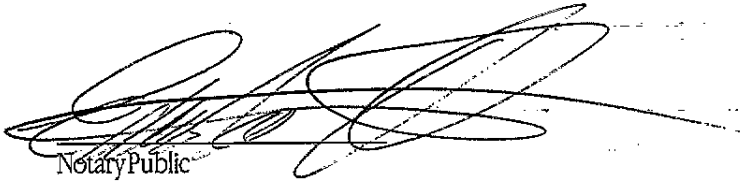


Sarkis Arslanian

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this 29th day of July, 1998, personally appeared before me, the undersigned authority, Sarkis Arslanian personally known to me.


Notary Public

My Commission Expires:



EDUARDO ROSELLO
My Commission CC828083
Expires Mar. 13, 2000

FILED

98 AUG 17 AM 9:49

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE
FOR
WEST FARGO JEANS INTERNATIONAL, INC..**

In compliance with Florida Statutes Sections 48.091 and 607.0501 the following is submitted:


WEST FARGO JEANS INTERNATIONAL, INC.. desiring to organize as a corporation under the laws of the State of Florida, has designated 444 Brickell Ave., Suite 51-462 Miami, Florida 33131, as its initial Registered Office and has named Sarkis Arslanian located at said address as its initial Registered Agent.

By: 

Sarkis Arslanian
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above stated Corporation, a the designated Registered Office, I hereby accept said appointment, and agree to comply with the provisions of Florida Statutes Section 48.091 relative to keeping open said office.


Sarkis Arslanian
Registered Agent