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September 15, 1998

BY FEDERAL EXPRESS DELIVERY

Division of Corporations
Department of State
The Capitol
Room 202, North Monroe
Tallahassee, FL 32310-8047

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RE: Articles of Incorporation of Dress Hunter, Inc.

Gentlemen:

Enclosed please find two (2) originals of the (a) Articles of Incorporation, and (b) Certificate of Designation Registered Agent/Registered Office, both regarding Dress Hunter, Inc. Please file the original Articles and Certificate and return a certified copy to me.

Also enclosed is a check in the amount of \$122.50, representing the filing fee of \$35.00 per party and certified copy fee of \$52.50, and registered agent designation fee of \$35.00

Thank you for your assistance and cooperation in this matter. Should you have any questions regarding the enclosed documents, please do not hesitate to contact my office by telephone.

Sincerely yours,


NANCY G. FARAGE

NGF:mas
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 16 PM 12:29

B. BROCK SEP 18 1998

ARTICLES OF INCORPORATION

OF

DRESS HUNTER, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be:

DRESS HUNTER, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE V

REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 9663 Foxhearst Road, Tampa, Florida 33647, and the name and address of the initial registered agent of this corporation at that address is Belinda Rolon.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

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

<u>Name</u>	<u>Address</u>
Belinda Rolon	9663 Foxhearst Road, Tampa, FL 33647

ARTICLE VII

SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Belinda Rolon	9663 Foxhearst Road, Tampa, FL 33647

ARTICLE VIII

BY-LAWS

The Board of Directors is authorized to adopt By-Laws, including provisions governing the issuance of stock certificates to replace lost or destroyed stock certificates and provisions prohibiting the transfer of the stock of the corporation and of the

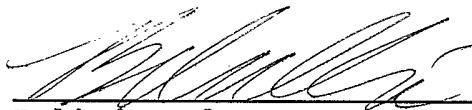
preemptive rights to such stock, provided such By-Laws are not contrary to the laws of the State of Florida.

ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders' meeting by a majority, or such greater number as may be specified in the By-Laws, of the shares of stock entitled to vote thereon unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 15th day of September, 1998.



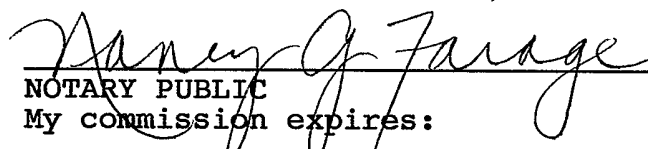
Belinda Rolon

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Belinda Rolon known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid this 15th day of September, 1998.



NOTARY PUBLIC
My commission expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the law of the state of Florida, submits the following statement in designating the registered agent, in the state of Florida.

1. The name of the corporation is: Dress Hunter, Inc.

2. The name and address of the registered agent and office is:

Belinda Rolon

(NAME)

9663 Foxhearst Road

(P.O. BOX NOT ACCEPTABLE)

Tampa, Florida 33647

(CITY/STATE/ZIP)

SIGNATURE


(corporate officer)

TITLE

Incorporator

DATE

September 15, 1998

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 PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE



September 15, 1998

REGISTERED AGENT FILING FEE: \$35.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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