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PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HYLAN BOOKER COUTURE, INC.

AUDIT NUMBER.....H98000019252

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION
OF
HYLAN BOOKER COUTURE, INC.

98 OCT 16 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS to these Articles of Incorporation hereby form
a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Hylan Booker Couture, Inc.

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of
Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of
Florida.

ARTICLE IV

The corporation is authorized to issue one hundred shares of stock at \$5.00 par value
which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is Apartment 601,
1627 Brickell Avenue, Miami, Florida, 33129.

This document was prepared by:
Samuel Spencer Blum, Esquire
Suite 106
2666 Tigertail Avenue
Coconut Grove, Florida 33133
305/854-3314
Florida Bar No. 273430

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Samuel Spencer Blum
ATTORNEY AT LAW

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ARTICLE VI

The name and address of the corporation's Registered Agent is Samuel Spencer Blum, Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133.

ARTICLE VII

The corporation shall have two directors initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The names and addresses of the initial directors of this corporation are:

Hylan B. Booker
Apartment 601
1627 Brickell Avenue
Miami, Florida 33129

Charlotte Schiff-Jones
Apartment 601
1627 Brickell Avenue
Miami, Florida 33129

ARTICLE VIII

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

ARTICLE IX

The names and addresses of the incorporators are:

Hylan B. Booker
Apartment 601
1627 Brickell Avenue
Miami, Florida 33129

Charlotte Schiff-Jones
Apartment 601
1627 Brickell Avenue
Miami, Florida 33129

ARTICLE X

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

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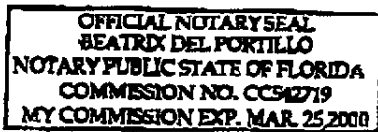
Samuel Spencer Blum

ATTORNEY AT LAW


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STATE OF FLORIDA)
) ss.
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 15th day of
October, 19 98, by Hylan B. Booker and Charlotte Schiff-
Jones, personally known to me or ~~who have~~ produced _____ as identification.



Print Notary's name and commission number


Notary Public, State of Florida at Large

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Samuel Spencer Blum
ATTORNEY AT LAW


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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

In compliance with §48.091, Florida Statutes, the following is submitted:

First, that Hylan Booker Couture, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Miami-Dade County, State of Florida, has named Samuel Spencer Blum, located at Suite 106, 2666 Tigertail Avenue, Coconut Grove, Florida 33133, as its agent to accept service of process within Florida.


Hylan B. Booker, Incorporator


Charlotte Schiff-Jones, Incorporator

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


Samuel Spencer Blum

SSB/bps
October 15, 1998
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TALLAHASSEE, FLORIDA

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Samuel Spencer Blum H98000019252
ATTORNEY AT LAW