

*Doris Szczepkowski*

99000026185

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

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-03/17/99--01085--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

To whom it may concern:

Please find enclosed the following items pertaining to the incorporation of *Marilarc Brazilian Fashions, Inc.*:

- o Original and one copy of the Articles of Incorporation for *Marilarc Brazilian Fashions, Inc.*
- o Original and one copy of Certificate of Designation of Registered Agent and Registered Office *Marilarc Brazilian Fashions, Inc.*
- o A certified check, money order or personal *check*, payable to the *Florida Dept. of State - Div of Corporations* in the amount of \$70.00 for
  - o Filing fees (\$35.00)
  - o Certificate of Designation of Registered Agent and Registered Office (\$35.00)


Please return the enclosed duplicate copy of the Article of Incorporation and the Certificate of Designation of Registered Agent with your seal indicating that these items were filed.

Please send your responses or receipts concerning this filing to:

*Marilarc Brazilian Fashions, Inc.*  
c/o Doris Szczepkowski  
3701 N. Country Club Drive, Suite 1609  
Aventura, FL 33180

Thank you for your attention to this matter.

Very truly yours,

  
Doris Szczepkowski

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 17 AM 10:00

3701 N. Country Club Drive, Suite 1609  
Aventura, FL 33180

R. Purinton MAR 23 1999

Articles of Incorporation of

***Marilarc Brazilian Fashions, Inc.***

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

99 MAR 17 AM 10:06

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these Articles of Incorporation for the purpose of forming a for-profit corporation.

**Article 1 - Name**

The name of the corporation is:

**Marilarc Brazilian Fashions, Inc.**

**Article 2 - Address**

The principal place of business and  
mailing address of this corporation is:

**4770 NW 77th Terrace  
Lauderhill, FL 33351**

**Article 3 - Shares of Stock**

The corporation is authorized to issue one class of stock, that being **10,000 shares** of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

**Article 4 - Registered Agent**

The name and address of the  
corporation's initial registered agent is:

**Marilene Dayton  
4770 NW 77th Terrace  
Lauderhill, FL 33351**

**Article 5 - Incorporator**

The name and street address of the  
incorporator of this corporation is:

**Doris Szczepkowski  
3701 N. Country Club Drive, Suite 1609  
Aventura, FL 33180**

**Article 6 - Director Liability**

No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

**Article 6 - Nature of Activities**

The corporation shall pursue all business activities that the corporation may prefer in complete conformance to the laws and statutes of the State of Florida and the government of the United States of America.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true and that the incorporator is at least eighteen years of age.

Name of Incorporator: Doris Szczepkowski

Date: 3-10-99

Signature of Incorporator: 

**4770 NW 77th Terrace  
Lauderhill, FL 33351**

**Certificate of Designation of  
Registered Office and Registered Agent for**

***Marilarc Brazilian Fashions, Inc.***

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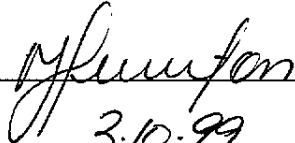
Pursuant to Chapter 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

The name and address of the corporation's initial registered agent and registered office is:

**Name:** Marilene Dayton  
**Street Address:** 4770 NW 77th Terrace  
Lauderhill, FL 33351

Having been named as the 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 the 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 of Registered Agent:



Date of signature:

3.10.99

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SECRETARY OF STATE  
DIVISION OF CORPORATION  
99 MAR 17 AM 10:06

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4770 NW 77th Terrace  
Lauderhill, FL 33351