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Florida Department of State  
Division of Corporations  
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Division of Corporations  
Fax Number : (850) 922-4001

From:

Account Name : MIT PRODUCTS AND SERVICE, INC.  
Account Number : 070402002741  
Phone : (305) 871-0008  
Fax Number : (305) 871-0550

FLORIDA PROFIT CORPORATION OR P.A.

LUIGI FASHION'S MIAMI DISCOUNT

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 3, 1999

MIT PRODUCTS AND SERVICE, INC.

SUBJECT: LUIGI FASHION'S MIAMI DISCOUNT  
REF: W99000012852

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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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Beth Register  
Corporate Specialist Supervisor

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ARTICLES OF INCORPORATION

OF

LUIGI FASHION'S MIAMI DISCOUNT CORP.

The undersigned incorporator (s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

LUIGI FASHION'S MIAMI DISCOUNT CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4733 N.W. 79 AVENUE  
MIAMI, FLORIDA 33166

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is: 10000 SHARES, ONE DOLLAR PAR VALUE PER SHARE.

ARTICLE IV-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which it already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares as the price at which it is offered to others.

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PREPARED BY: MIT PRODUCTS & SERVICE, INC.  
6555 NW 36 ST. STE. 301  
MIAMI, FL. 33166  
PHONE (305) 871-0008

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ARTICLE V-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

LUIS REYES  
11340 N.W. 52 LANE  
MIAMI, FL. 33178

ARTICLE VIINITIAL BOARD OF DIRECTOR(S)

This corporation shall have (2) (two) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name(s) and address(es) of the initial director(s) on this corporation is (are):

LUIS REYES  
11340 N.W. 52 LANE  
MIAMI, FL. 33178

CECILIA VILLAR  
11340 N.W. 52 LANE  
MIAMI, FL. 33178

ARTICLE VIIOFFICER(S) AND SUBSCRIBER(S)

The officer(s) and subscriber(s) of this corporation is as follow:

LUIS REYES	PRESIDENT/DIRECTOR	250 SHARES	\$250.00
OLGA BACO LOPEZ	VICE-PRESIDENT		
CECILIA VILLAR	VICE-PRESIDENT	250 SHARES	\$250.00
	TREASURER/SECRETARY		

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ARTICLE VIII

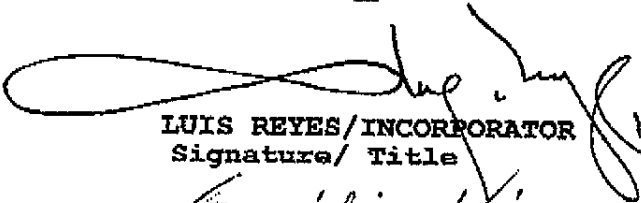
INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

LUIS REYES  
11340 N.W. 52 LANE  
MIAMI, FLORIDA 33178

CECILIA VILLAR  
11340 N.W. 52 LANE  
MIAMI, FLORIDA 33178

The undersigned has (have) executed these Articles of Incorporation this 01ST Day of JUNE, 1999

  
LUIS REYES/INCORPORATOR  
Signature/ Title

  
CECILIA VILLAR/INCORPORATOR  
Signature/Title

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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, Submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: LUIGI FASHION'S MIAMI DISCOUNT CORP.

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

LUIS REYES  
(NAME)

11340 N.W. 52 LANE  
(ADDRESS)

MIAMI, FLORIDA 33178  
(CITY/STATE/ZIP)

SIGNATURE 

TITLE President

DATE June 01, 1999

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 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 

DATE June 01, 1999

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