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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To: Division of Corporations  
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

FACETS IN FASHION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF INCORPORATION**  
**OF**

**Facets In Fashion, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

**NAME**

The name of the corporation shall be:

**Facets In Fashion, Inc.**

**ARTICLE II**

**PRINCIPAL OFFICE**

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

**1645 South Miami Avenue  
Miami, FL 33129**

**ARTICLE III**

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

Prepared By: Nera Crespo  
5013 NW 112 Court  
Miami, Florida 33178  
Phone# (305)-717-3162

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#### ARTICLE IV

##### SHARES

The capital stock authorized, the par value thereof and the characteristic of such stock shall be as follows:

<u>Number of Shares</u>	<u>Par Value</u>	<u>Class</u>
500	\$1.00	Common

#### ARTICLE V

##### REGISTERED AGENT

The name and address of the initial registered agent is:

Nera Crespo  
5013 NW 112 CT.  
Miami, FL 33178

#### ARTICLE VI

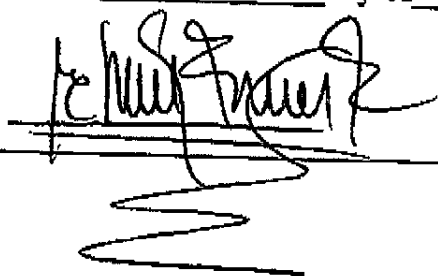
##### INCORPORATOR

The name and street address of the incorporator of these Articles of Incorporation is:

Emma Martins Rodrigues - President      1645 South Miami Avenue  
Miami, FL 33129

The undersigned incorporator has executed these Articles of Incorporation  
this 4 day of June  
1999.

Signature



CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

Facets In Fashion, Inc.

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

NERA CREPO  
5013 NW 112 CT  
(P.O. BOX NOT ACCEPTABLE)  
Miami, FL 33178  
(CITY/STATE/ZIP)

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Vera Crepo

DATE

6/4/99

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