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TRANSMITTAL LETTER

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

4000002982274--5
-09/09/99--01041--013
*****78.75 *****78.75

SUBJECT: Denis Fashions, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Enrique Denis
Name (Printed or typed)
5899 West 18th Court
Address
Hialeah, FL 33012
City, State & Zip
954-846-8684
Daytime Telephone number

99 SEP -9 PM12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

Tom Big GAVE
AUTHORIZATION BY PHONE TO
CORRECT REVIEW
DATE 9-15-99
DOC. EXAM CB

NOTE: Please provide the original and one copy of the articles.

CB
9-15-99

FILED
99 SEP -9 PM 12:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
DENIS FASHIONS, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the Corporation is Denis Fashions, Inc., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is
5899 West 18th Court
Hialeah, Florida 33012

ARTICLE III: DURATION OF THE CORPORATION

The period of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE FOR THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL DIRECTORS

The Corporation shall have two (2) directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws. The initial Board of Directors of the Corporation shall be comprised of:

Enrique Denis
5899 West 18th Court
Hialeah, Florida 33012

Angel Gonzalez
685 South West 50th Terrace
Margate, Florida 33068

ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

Enrique Denis
5899 West 18th Court
Hialeah, Florida 33012

IN WITNESS THEREOF, I ENRIQUE DENIS, the undersigned Incorporators, have signed these Articles of Incorporation on this 7th day of Sept. 1999, and acknowledge the same by my act.



Enrique Denis

State of Florida)
County of Dade)

The foregoing instrument was acknowledged before me this seventh day of Sept., 1999 by Enrique Denis, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a Florida Driver's License as identification.

Notary Public:

Signed: Concepcion Gutierrez

Print:

State of Florida
CONCEPCION GUTIERREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC806993
MY COMMISSION EXP. FEB. 4, 2003

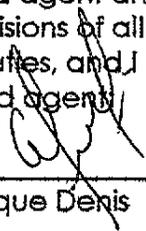
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to the provisions of Chapter 48.091 and 607.0501 of the Florida Statutes,
the following submitted, in compliance with said Acts:

First- that Denis Fashions, Inc., desiring to organize under the laws of the State of
Florida with its principal office 5899 West 18th Court, as indicated in the Articles of
Incorporation at city of Hialeah, County of Miami Dade, State of Florida, has
named Enrique Denis, at 5899 West 18th Court, in the city of Hialeah, County of
Miami Dade, State of Florida, as its agent accept service or process within the
state.

-Acceptance of Agent-
Acknowledgement:

Having been named as registered agent and to accept service of process for
the above state 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.

By: 
Enrique Denis

Date: Sept 7, 1999

FILED
99 SEP -9 PM 12: 28
SECRETARY OF STATE
TALLAHASSEE FLORIDA