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LOCAL REPRESENTATIVE TALLAHASSEE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ROSEMARY LINGERIE INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

- Walk in Pick up time *2:00* Certified Copy
- Mail out Will wait Photocopy Certificate of Status

99 NOV 15 AM 11:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

11/15

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ROSEMARY LINGERIE INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the Corporation is :

ROSEMARY LINGERIE INC.

ARTICLE II

The Corporation may engage in or transact in any or all activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The Corporation is authorized to issue and have outstanding an aggregate number of FIVE HUNDRED (500) shares of one class of common stock, having a par-value of ONE (\$1.00) DOLLAR per share.

This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V

The Corporation initial Registered Agent and Principal Office in the STATE OF FLORIDA are :

INITIAL REGISTERED AGENT : ANTONIO MARTINEZ
2100 NW 22ND CT
MIAMI, FL 33142

INITIAL PRINCIPAL OFFICE : 1044 E FLAGLER ST
MIAMI, FL 33130

Having been named Initial Registered Agent to accept service of process of Corporation at the Initial Principal Office designated in these Articles of the Incorporation, I hereby accept such and consent to act in this capacity and agree to comply with all the requirements of the Law pertaining thereto.


ANTONIO MARTINEZ

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation are ONE, the number of Directors may be increased or decreased from time to time by the BY LAWS but shall never be less than ONE.

ARTICLE VII

The name and address of the members of the Initial Board of Directors are :

NAME :	ADDRESS :
ANTONIO MARTINEZ PRESIDENT.	2100 NW 22ND CT MIAMI, FL 33142


ANTONIO MARTINEZ

ARTICLE VIII

The name and address of the Incorporators executing these Articles of Incorporation are :

NAME :	ADDRESS :
ANTONIO MARTINEZ	2100 NW 22ND CT MIAMI, FL 33142


ANTONIO MARTINEZ

ACKNOWLEDGMENT

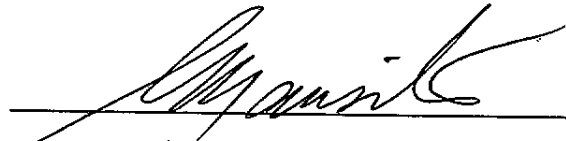
STATE OF FLORIDA)

COUNTY OF MIAMI-DADE)

Before me a Notary Public authorized to take acknowledgments in the STATE OF FLORIDA and COUNTY OF MIAMI-DADE set forth above personally appeared:

-----ANTONIO MARTINEZ-----
known to me and by me to be the persosn who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set hereunto my hand and seal affixed in the STATE OF FLORIDA, COUNTY OF MIAMI-DADE, this 3rd day of November, 1999.



Mario Eduardo Mansito
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC 617738
MY COMMISSION EXPIRES JAN 30, 2001.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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