P00000110943

NOVEMBER 21, 2000

EFFECTIVE DATE
11-21-00

FILED
00 NOV 28 PM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

RE: **WINDSOR APPAREL, INC.**

Dear Sirs,

Please find a check for $78.75 which includes the filing and certified copy fees for the **WINDSOR APPAREL, INC.** Articles of Incorporation. Please return the copy to:

WINDSOR APPAREL, INC.
7885 SW 26th STREET
MIAMI, FL 33155

300003475473--6
-11/27/00--01078--004
*****78.75 *****78.75

Sincerely,

HARUN MOHAMED
President

HM/ts
enclosures

EFFECTIVE DATE
11-21-00

FILED

00 NOV 28 PM 11:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WINDSOR APPAREL, INC.

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

WINDSOR APPAREL, INC.

ARTICLE II

TERM OF EXISTENCE

This Corporation shall exist perpetually or until dissolved by due process of law. The Corporation shall commence its existence as of **NOVEMBER 21, 2000.**

ARTICLE III

PURPOSE

This Corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

PRINCIPAL OFFICE OR MAILING ADDRESS

The initial principal office of the Corporation or the mailing address of the Corporation shall be:

7885 SW 26th STREET

MIAMI, FL 33155

ARTICLE V

CAPITAL STOCK

This Corporation is authorized to issue par value common stock as described below. It will be known as Section 1244 Stock pursuant to the Internal Revenue code as amended in 1986 and no other.

Maximum Number of Shares	100
Par Value Per Share	$1.00

The authorized shares of par value common stock may be issued for only a consideration having, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Stockholder. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE VI

PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

7885 SW 26th STREET

MIAMI, FL 33155

The name of the initial Registered Agent of this Corporation at the aforementioned address is: **HARUN MOHAMED**

7885 SW 26th STREET, MIAMI, FL 33155

ARTICLE VIII

INCORPORATOR

The name and address of each incorporator is as follows:

HARUN MOHAMED

7885 SW 26th STREET, MIAMI, FL 33155

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than **one (1)**, nor more than **fifteen (15)** persons. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The initial Board of Directors shall consist of **one (1)** member whose name and address is as follows:

HARUN MOHAMED

7885 SW 26th STREET, MIAMI, FL 33155

F. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

G. No contract or other transaction between this Corporation and any other Corporation shall be effected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or Officer, or any Directors, of Officers of, such other Corporation

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 21 day of NOVEMBER, 2000.

HARUN MOHAMED, PRESIDENT

FILED
00 NOV 28 PM 11:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby accepts designation as Registered Agent of the Corporation.

STATE OF FLORIDA
COUNTY OF

EXECUTION OF the foregoing instrument was acknowledged before me this 21, day of NOVEMBER, 2000, by MOHAMED HARUN, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did take the oath.

Description of identification produced: FLORIDA DRIVER'S LIC. FDL # H650-540-41-281-0.

NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME: RAMRAJ SEWNARINE

COMMISSION NO: # CC 730558

COMMISSION EXP. DATE: 7/2002

Notary Name/Commission Number/Exp. Date - Type or Printed

RAMRAJ SEWNARINE
MY COMMISSION # CC 730558
EXPIRES: July 31, 2002
Bonded Thru Notary Public Underwriters