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

From: Account Name : CAPITAL CONNECTION, INC.
Account Number : 120000000257
Phone : (850) 224-8870
Fax Number : (850) 222-1222

FILED
00 DEC -5 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Swanky, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

T. SMITH DEC 05 2000

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ARTICLES OF INCORPORATION OF SWANKY, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 is *Swanky, Inc.*

ARTICLE II: COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these articles of incorporation by the Secretary of State. this corporation's duration shall be perpetual.

ARTICLE III: PURPOSE

This corporation is being organized for the purpose of conducting any business authorized under the laws of the State of Florida.

ARTICLE IV: PRINCIPAL OFFICE

The principal place of business and mailing address of American Apparel Services Corporation is:

13720 Cumberland Place
Davie, Florida 33325

ARTICLE V: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred shares (100) having a par value of one dollar (\$1.00) per share.

ARTICLE VI: PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

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ARTICLE VII: TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation, at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

*"THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS
IMPOSED BY THE CORPORATION'S ARTICLES OF INCORPORATION,
A COPY OF WHICH IS ON FILE AT THE CORPORATION'S PRINCIPAL OFFICE."*

ARTICLE VIII: INITIAL REGISTERED AGENT & ADDRESS

The name and address of the initial registered agent is:

JEFFREY R. STOLL, ESQ.
Jeffrey R. Stoll, P.A.
350 East Las Olas Boulevard
Suite 1440
Fort Lauderdale, Florida 33301
(954) 462-1020

ARTICLE IX: INCORPORATOR

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

Mirtha Ivette Santiago
13720 Cumberland Place
Davie, Florida 33325

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ARTICLE X: INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's initial Board of Directors shall be three(3). the number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individual who shall serve as a member of the initial Board of Directors of Swanky, Inc. is:

President, Director, & Chief Executive Officer:

**Mirtha Ivette Santiago
13720 Cumberland Place
Davie, Florida 33025**

ARTICLE XI: INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, to the full extent permitted by law.

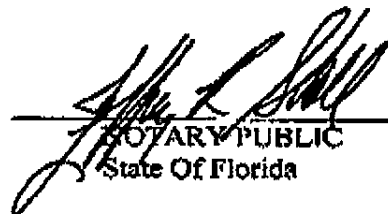
ARTICLE XII: AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Mirtha Ivette Santiago, Incorporator

On December 5, 2000, Mirtha Ivette Santiago, designated above as the individual who shall serve as this corporation's incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of SWANKY, INC.



NOTARY PUBLIC
State Of Florida

My Commission Expires on:



Jeffrey R. Stoll
Commission # OG 229651
Expires Apr. 25, 2005
Board of Trust
Atlantic Seeding Co., Inc.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

SWANKY, INC.

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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

I. The name of the corporation is:

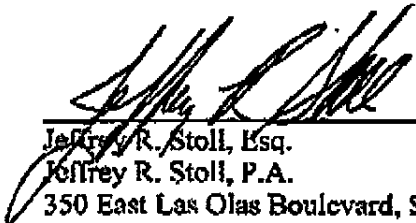
Swanky, Inc.
13730 Cumberland Place
Davie, Florida 33325

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

JEFFREY R. STOLL, ESQ.
350 East Las Olas Boulevard
Suite 1440
Fort Lauderdale, Florida 33301

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00 DEC -5 PM 12:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JEFFREY R. STOLL, ESQ. HAS BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR SWANKY, INC. 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 THIS PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Jeffrey R. Stoll, Esq.
Jeffrey R. Stoll, P.A.
350 East Las Olas Boulevard, Suite 1440
Fort Lauderdale, Florida 33301
Registered Agent for:
Swanky, Inc.

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