

F9500002151

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY - 2 PM 2:49

SUBJECT: Mitchell's Formal Wear, Inc. (LA)
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jennifer Burgstahler
(Name of Person)

Mitchell's Formal Wear
(Firm/Company)

4030-C Pleasantdale Rd.
(Address)

Atlanta, GA 30340
(City, State and Zip Code)

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***2878.75 ***2878.75

Should you need to call someone concerning this matter, please call:

Jennifer Burgstahler at (404) 448-8381
(Name of Person) Area Code & Daytime Telephone Number

~~2445 pounds~~
\$70 filing fee
\$8.75 certification

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Robert G. Beaty, do hereby certify
that this Resolution of the Board of Directors of Mitchell's Formal Wear, Inc.,
a corporation duly organized and existing under the laws of the State of Louisiana,
was duly adopted on April 12, 19 95.

Resolved, that Mitchell's Formal Wear, Inc., organized
and existing in the State of Louisiana, hereby adopts the
name Mitchell's Formal Wear of Louisiana, Inc. for use in Florida.

Dated: April 12, 1995

Robert G. Beaty chairman
Signature of at least one director

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Mitchell's Formal Wear, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Louisiana 3. 72-0897533
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11-10-80 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. April 2, 1991
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 4030-C Pleasantdale Rd.
Atlanta, GA 30340
(Current mailing address)
8. To operate retail stores
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: CT Corporation System
Office Address: 1200 S. Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(Registered agent's signature)

John J. Masters
Asst. Secy.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Robert G. Beatty
Address: 7685 Bryfield Dr
Atlanta, GA 30350

Vice Chairman: /
Address: /

Director: Samuel A. Williams
Address: 2584 Brookwood Dr
Atlanta, GA

Director: /
Address: /

B. OFFICERS

President: Joseph B. Doyle
Address: 51 Inman Circle
Atlanta, GA 30309

Vice President: Matthew A. Childs
Address: 9485 Clublands
Alpharetta, GA 30201

Secretary: Frank Carmines
Address: 300 Meadowood Dr.
Atlanta, GA

Treasurer: /
Address: /

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Matthew A. Childs
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Matthew A. Childs
(Typed or printed name and capacity of person signing application)

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UNITED STATES OF AMERICA
State of Louisiana

Joy McKeithen
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
MITCHELL'S FORMAL WEAR, INC.

A Louisiana corporation domiciled at Metairie,

Filed charter and qualified to do business in this State on
November 10, 1980,

I further certify that the records of this Office indicate
the corporation has paid all fees due the Secretary of
State, and so far as the Office of the Secretary of State is
concerned is in good standing and is authorized to do
business in this State.

I further certify that this Certificate is not intended to
reflect the financial condition of this corporation since
this information is not available from the records of this
Office.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

March 6, 1995

Joy McKeithen

EGI

Secretary of State

