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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Classic Sportswear, LLC**

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June 30, 2008

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**VIA FACSIMILE**

Florida Department of State  
Division of Corporations  
Registration Section  
Post Office Box 6327  
Tallahassee, Florida 32314


Re: Classic Sportswear, LLC

Dear Sir/Madam:

With this cover letter, I am transmitting for filing the Articles of Organization of Classic Sportswear, LLC, together with a copy of the Unanimous Written Consent of the Board of Directors of Classic Sportswear, Inc. approving use of the name "CLASSIC SPORTSWEAR, LLC" in accordance with Fla.Stat. §608.406.

Should you have any questions about these documents, or if you require additional information with which to file the Articles of Organization of Classic Sportswear, LLC, please do not hesitate to contact me.

Sincerely,

  
Jeremy S. Sloane

JSS  
Enclosures

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**ARTICLES OF ORGANIZATION**  
**OF**  
**CLASSIC SPORTSWEAR, LLC**  
**A Florida Limited Liability Company**

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**ARTICLE I**  
**NAME**

The name of this limited liability company is "CLASSIC SPORTSWEAR, LLC" (the "Company").

**ARTICLE II**  
**MAILING AND STREET ADDRESS**

The mailing and street address of the principal office of the Company is as follows:

1200 1<sup>st</sup> Street  
Orlando, FL 32824

**ARTICLE III**  
**COMMENCEMENT OF COMPANY'S EXISTENCE**

In accordance with Section 608.409(1), Florida Statutes, the Company's existence shall be deemed to have commenced at 12:01 a.m. on the date of filing hereof with the Florida Department of State.

**ARTICLE IV**  
**REGISTERED AGENT**

The address of the initial Registered Office and the Registered Agent of the Company at such address are as follows:

Jeremy S. Sloane, Esq.  
Zimmerman, Kiser & Sutcliffe, P.A.  
315 E. Robinson Street, Suite 600  
Orlando, FL 32801

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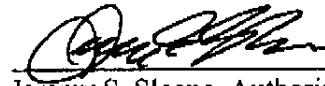
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**ARTICLE V  
MANAGEMENT**

The authority of the members and any managers of the Company to act on behalf of the Company shall be as set forth in the Operating Agreement of the Company.

**ARTICLE VI  
APPLICABLE LAW**

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

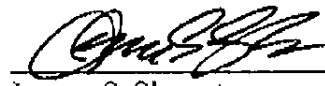


Jeremy S. Sloane, Authorized Representative

**ACCEPTANCE OF DESIGNATION  
OF  
REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement of acceptance of his designation as Registered Agent for the Company:

*Having been named as Registered Agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608 of the Florida Statutes.*



Jeremy S. Sloane

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**CLASSIC SPORTSWEAR, INC.**  
(a Florida corporation)

**Unanimous Written Consent of  
Board of Directors in Lieu of Meeting**

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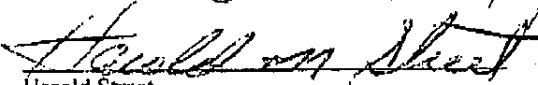
Pursuant to the Florida Business Corporation Act, the undersigned, constituting the members of the Board of Directors (the "**Board**") of CLASSIC SPORTSWEAR, INC., a Florida corporation (the "**Corporation**"), hereby waive the calling or holding of a meeting and consent in writing as of the 25th day of June, 2008, to the following actions, and direct that this Unanimous Written Consent (this "**Consent**") be filed with the minutes of proceedings of the Corporation.

**IT IS HEREBY RESOLVED:**

1. That in accordance with §608.406, Florida Statutes, the Corporation consents to the filing of the Articles of Organization of the limited liability company identified as "CLASSIC SPORTSWEAR, LLC," in substantially the form attached hereto as Exhibit A (the "**Articles**"), and to the use of the name "CLASSIC SPORTSWEAR, LLC" by such limited liability company.
2. That the President of the Corporation be, and he hereby is, individually authorized and directed to deliver a copy of this Consent to CLASSIC SPORTSWEAR, LLC for filing with the Florida Division of Corporations in conjunction with the filing of the Articles.
3. That each officer of the Corporation is hereby individually authorized and directed to take any and all actions and to execute any and all further agreements, instruments and documents as the officer or officers so acting shall determine to be necessary or appropriate to effect the foregoing resolution, the taking of any such action to be conclusive evidence that the same was deemed to be necessary or appropriate and was hereby authorized, and that all such actions taken prior to the effectiveness of these resolutions are hereby ratified, confirmed and approved.

IN WITNESS WHEREOF, the undersigned members of the Board have executed this written Consent as of the date and year first above written.

  
Ruth G. Street

  
Harold Street

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