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Florida Department of State
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SECRETARY OF STATE
KATHERINE HARRIS, FLORIDA

FLORIDA PROFTT CORPORATION OR P.A.

AMERICA MEN'S APPAREL, CORP.

Certificate of Status	1
Certified Copy	0
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ARTICLES OF INCORPORATION
OF
AMERICA MEN'S APPAREL, CORP.

The undersigned subscriber(s) to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND ADDRESS

The name of the corporation is:

AMERICA MEN'S APPAREL, CORP.

Its principal office and mailing address shall be located at

1872 N.W. 20th Street

Miami, FL 33142

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE HUNDRED shares (100) of five dollars (\$5.00) par value Common Stock, which shall be designated "COMMON SHARES"

Document prepared by: Fernando Jimeno 1140 W 50 Street # 207-A Hialeah, FL 33012 305-826-1711

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TALLAHASSEE, FLORIDA

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

SHADI JAAFAR
1872 N.W. 20th Street
Miami, FL 33142

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

SHADI JAAFAR
1872 N.W. 20th Street
Miami, FL 33142

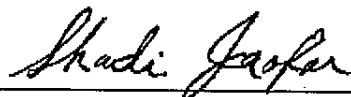
President, Secretary

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of this corporation is:

SHADI JAAFAR
1872 N.W. 20th Street
Miami, FL 33142

IN WITNESS WHEREOF, the undersigned subscriber(s) acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 6th day of January, 2000



SHADI JAAFAR
Incorporator

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CERTIFICATE OF REGISTERED AGENT
OF
AMERICA MEN'S APPAREL, CORP.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

1872 N.W. 20th Street
Miami, FL 33142

has name

SHADI JAAFAR

located at the aforesaid address, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


SHADI JAAFAR
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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