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DREAMWORKS EMBROIDERY, INC.

P.O. Box 91  
671 S.E. 5th Avenue  
Melrose, FL 32666

February 28, 2000

Department of State  
Division of Corporations  
Dave Mann, Director  
P.O. Box 6327  
Tallahassee, FL 32301

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-03/03/00--01003--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Director:

I am enclosing my check in the amount of \$70.00 to cover the cost of the filing fee and the registered agent fee, together with an original of my Articles of Incorporation.

Please file the above and notify me at the letterhead post office box address.

Sincerely,

Harlan B. Carter,  
President

HBC/ec  
encl.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR -3 AM 9:29

3/10/00

00 MAR -3 AM 9:30

ARTICLES OF INCORPORATION  
OF  
DREAMWORKS EMBROIDERY, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under and by virtue of the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation shall be:

DREAMWORKS EMBROIDERY, INC.

ARTICLE II

The object and purpose of this corporation and the general nature of the businss or businesses to be transacted shall be as follows:

1. To conduct a manufacture, layout and design, sales and service embroidery business. To accommodate individuals and commercial accounts, as well as wholesale clients, and to do any and all other business and/or activities as necessary to accomplish any and all such goals.

2. To engage in all other lawful businesses.

3. To make and enter into all contracts necessary and proper for the conduct of its business or businesses.

4. To borrow money of any person, firm or corporation, to issue bonds, debentures or obligations of this corporation from time to time for any objects or purposes of the corporation and to secure same by mortgage, pledge or by any other lawful means.

5. To have officers conduct its business and promote its objects within or without the State of Florida, in other States, the District of Columbia, and the territories and possessions of the United States, and in foreign countries without restriction as to place or amount.

6. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, whether in the State of Florida or throughout the United States, or elsewhere, and to do any other act or acts, thing or things incidental or pertinent to or connected with the businesses hereinbefore described, or any part or parts thereof, if not inconsistant with the Laws of the State of Florida.

7. In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

8. To the fullest extent permitted by the Florida General Corporation Law, a director of this corporation shall not be liable to the corporation and/or its stockholders or others for monetary damages for breach of fiduciary duty as a director.

#### ARTICLE III

The corporation shall have perpetual existence.

#### ARTICLE IV

The physical address of the principal office of the corporation in the State of Florida shall be 671 S.E. 5th Avenue, Melrose, FL 32666-0091 and its mailing address shall be P.O. Box 91, Melrose, FL 32666-0091.

#### ARTICLE V

The capital stock of the corporation shall consist of 100 shares of common stock at no par value.

#### ARTICLE VI

The amount of capital with which the corporation shall begin business of Five Hundred Dollars (\$500.00).

#### ARTICLE VII

The business of the corporation shall be conducted by a Board of not less than one Director. The name and address of the first Board of Directors is as follows:

Harlan B. Carter  
P.O. Box 91  
671 S.E. 5th Avenue  
Melrose, FL 32666-0091

This Director shall hold office for the first year of existence of the corporation or until the successor or successors are elected and have qualified.

#### ARTICLE VIII

The officers of the corporation shall be: a President, Vice Presidents, Secretary, and Treasurer. The number of Vice

Presidents may be fixed and determined by the Board of Directors from time to time. Until the first meeting of the Board of Directors or until the successor or successors have been elected and have qualified, the following shall be the Officers of the corporation:

President	Harlan B. Carter
Vice President	Harlan B. Carter
Secretary and Treasurer	Harlan B. Carter

#### ARTICLE IX

The name and post office address of the subscriber of the Articles of Incorporation and a statement of the number of shares of stock which each subscriber agrees to take, are as follows:

Harlan B. Carter	100 Shares
P.O. Box 91	
671 S.E. 5th Avenue	
Melrose, FL 32666-0091	

#### ARTICLE X

The annual meeting of the stockholders shall be held on the first Monday of each year, or at such other time as may be fixed by the By-Laws, at which time the Board of Directors shall be elected and such other business as may properly come before the meeting may be considered and transacted.

The Officers of the Corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held annually immediately following the annual stockholders meeting.

The time, place and manner of calling meetings of the stockholders or Directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board may deem advisable and proper, and may take such action not inconsistent with the Articles of Incorporation, and the By-Laws of the corporation and the laws of the State of Florida, as such Board may deem advisable for the conduct and operation of the business of the corporation.

The Board of Directors shall appoint a resident agent as required by the laws of the State of Florida.

#### ARTICLE XI

The highest amount of liability to which this corporation can, at any time, subject itself, shall be unlimited.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAR -3 AM 9:30

#### ARTICLE XII

A special meeting of the subscribers or their assigns shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and adoption of the By-Laws and the transaction of such other business as may be desired.

#### ARTICLE XIII

The Registered Office and the Registered Agent shall be as follows:

Mary E. Carter  
P.O. Box 91  
671 S.E. 5th Avenue  
Melrose, FL 32666

I, Mary E. Carter, do accept the Registered Agent designation.

Mary E. Carter  
Mary E. Carter

IN WITNESS WHEREOF, I have hereunto set my hand and seal at the City of Melrose, State of Florida, this \_\_\_\_ day of March, 2000.

Harlan B. Carter  
Harlan B. Carter  
C636-322-62-061-0

STATE OF FLORIDA:  
COUNTY OF BRADFORD:

BEFORE ME, the undersigned authority, personally appeared HARLAN B. CARTER, known by me to be the person described herein and who signed the Corporate Articles of Incorporation and who acknowledged before me that he signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at the City of Melrose, County of Bradford, State of Florida, this 2nd day of March, 2000.

Beverly King  
Notary Public

My commission expires: 7-26-03

