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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 : EMPIRE CORPORATE KIT COMPANY**  
**Account Number : 072450003255**  
**Phone : (305) 541-3694**  
**Fax Number : (305) 541-3770**

**FILED**  
**00 MAR 23 AM 8:12**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**FLORIDA PROFIT CORPORATION OR P.A.**

**VICTORY WEAR, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	06
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ARTICLES OF INCORPORATIONOFVICTORY WEAR, INC.

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida in accordance with Section 607.0202, Florida Statutes.

ARTICLE ICORPORATE NAME

The name of this Corporation is:

VICTORY WEAR, INC.

ARTICLE IITERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IIINATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the United States and of the State of Florida.

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James D. Payer, Esquire  
Fla Bar #0081541  
PAYER & TWOMBLY, P.A.  
1999 SW 27 th Avenue  
Miami, FL 33145  
(305)854-4442

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**ARTICLE IV****CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of 01/100 (\$.01) Dollar per share.

**ARTICLE V****REGISTERED AGENT AND INITIAL REGISTERED AND PRINCIPAL OFFICE**

The Registered Agent and the street address of the initial registered and principal office of this Corporation in the State of Florida shall be:

OSCAR REAL  
207 11<sup>th</sup> Street, #111  
Miami Beach, FL 33139

The Board of Directors may, from time to time, move the registered office to any other address in the State of Florida.

**ARTICLE VI****BOARD OF DIRECTORS**

This Corporation shall have one (1) Directors initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one (1).

**ARTICLE VII****INITIAL DIRECTOR**

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The name of the initial Directors of this Corporation and his/their street address(es) are:

OSCAR REAL  
207 11<sup>th</sup> Street, #111  
Miami Beach, FL 33139

The person(s) named as Initial Director(s) shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

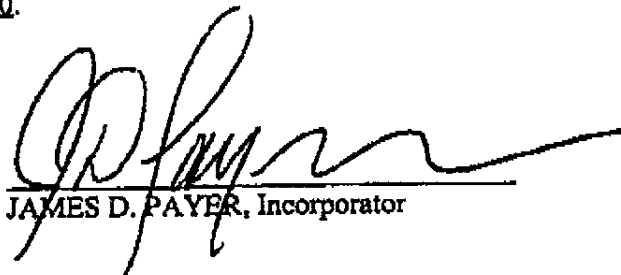
#### ARTICLE VIII

#### INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator are:

JAMES D. PAYER, ESQUIRE  
c/o PAYER & TWOMBLY, P.A.  
1999 SW 27<sup>th</sup> Avenue, 2<sup>nd</sup> Floor  
Miami, Florida 33145

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this March 22, 2000.



JAMES D. PAYER, Incorporator

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STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE        )

BEFORE ME, a Notary Public, personally appeared JAMES D. PAYER, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this March 22,  
2000.

  
NOTARY PUBLIC  
My Commission:



ROBERT V TWOMBLY  
My Commission CC585838  
Expires Jun. 29, 2000

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 607.0501 Florida Statutes, the following is submitted in compliance  
with said Act:

That VICTORY WEAR, INC., desiring to organize under the laws of the State of Florida,  
with its principal office, as indicated in the Article of Incorporation at Miami-Dade, County of  
Dade, State of Florida, has named OSCAR REAL, 207 11<sup>th</sup> Street, #111, Miami Beach, FL  
33139, County of Miami-Dade, State of Florida, as its agent to accept service of process within  
the state.

**ACKNOWLEDGMENT**

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

Dated this March 22, 2000.

  
\_\_\_\_\_  
OSCAR REAL

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