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To:
     Division of Corporations
     Fax Number        : (850)922-4001

From:
     Account Name      : DAVID TORCHIN, C.P.A., P.A.
     Account Number    : I19990000007
     Phone             : (954)472-3124
     Fax Number        : (954)472-0067
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FLORIDA PROFIT CORPORATION OR P.A.

Boo Tee Apparel, Inc.

Certificate of Status	1
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FAX AUDIT NUMBER: _H000000290387_

ARTICLES OF INCORPORATION
OF

Boo Tee Apparel, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Boo Tee Apparel, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Principal Place of Business:	Mailing Address:
1430 N.W. 72nd Avenue Plantation, FL 33313	1430 N.W. 72nd Avenue Plantation, FL 33313

Phone Number: 954-316-7780

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Thousand Shares (1000.) at One Dollar ($1.00) par value per share.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Sigalit Sphatt
1430 N.W. 72nd Avenue
Plantation, FL 33313

Prepared By:
David Torchin, C.P.A., P.A.
8211 West Broward Blvd., Suite 200
Plantation, FL 33324-2726
Phone: (954) 472-3124
Fax: (954) 472-0067

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporators to these Articles of incorporation and the office each shall hold is(are):

President
Marcus Sphatt
1430 N.W. 72nd Avenue
Plantation, FL 33313

Vice President
Sigalit Sphatt
1430 N.W. 72nd Avenue
Plantation, FL 33313

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this **18**   day of **May, 2000.**

Sigalit Sphatt.
_____
Signature

_____
Signature

Prepared By:
David Torchin, C.P.A., P.A.
8211 West Broward Blvd., Suite 200
Plantation, FL 33324-2726
Phone: (954) 472-3124
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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

Boo Tee Apparel, Inc.

2. The name and address of the registered agent and office is:

**Sigalit Sphatt
1430 N.W. 72nd Avenue
Plantation, FL 33313**

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00 MAY 26 AM 9:40
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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.

_____Sigalit Sphatt_____
Signature

05/18/00
Date

Prepared By:
David Torchin, C.P.A., P.A.
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