



ANDERSON  
LAW GROUP, PLLC

PO000005807

June 5, 2000

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

RE: F & B Apparel Corporation

Dear Filing Clerk:

Please find enclosed the following documents:

1. Two (2) copies of the Articles of Incorporation for F & B Apparel Corporation;
2. The Acknowledgement of Registered Agent for F & B Apparel Corporation;
3. A check in the amount of \$78.75.

Please file the articles of incorporation, and please return a certified copy of the articles to me at the address below. If you have any questions concerning this filing, please do not hesitate to contact me at (800) 706-4741 x123.

Very Truly Yours,

Lance P. Blair  
The Anderson Law Group, PLLC

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-06/09/00-01072-003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosures

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN JUN 15 2000

**ARTICLES OF INCORPORATION OF  
F & B Apparel Corporation  
A Florida Corporation**

**FILED**  
00 JUN -9 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purposes of forming a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation:

**ARTICLE I. NAME.**

The name of the Corporation is: F & B Apparel Corporation.

**ARTICLE II. DURATION.**

The duration of the Corporation's life is perpetual.

**ARTICLE III. PURPOSE.**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized.

**ARTICLE IV. PRINCIPAL OFFICE.**

The principal place of business and mailing address of the corporation is:

158-03 Southwest 43<sup>rd</sup> Street  
Miami, FL 33185

**ARTICLE V. CAPITALIZATION.**

**Section 5.01. Amount.**

The total number of shares which the corporation is authorized to issue is twenty-five million (25,000,000) shares.

**Section 5.02. Preferred Shares.**

One million (1,000,000) of the shares that the corporation has authority to issue shall constitute a separate and single class of shares known as Preferred Shares, which shall be par value \$.001, shall have unrestricted voting rights and shall not be issued in a series. Voting rights excluded and subject to limitations prescribed by law, the Board of Directors of the corporation is authorized to fix the powers, preferences, and rights of the shares, and any qualifications, limitations, or restrictions thereof.

**Section 5.03. Common Shares.**

All of the remaining shares that the corporation has authority to issue constitute a separate and single class of shares known as Common Shares, which shall be par value \$.001, and shall not be issued in a series. The Board of Directors of the corporation is authorized, subject to limitations prescribed by law, to fix the powers, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof, with the limitation that the Common Shares shall have no powers, preferences, or rights superior to those of the Preferred Shares.

**ARTICLE VI. DIRECTOR.**

The number of directors constituting the initial board is one, and the name and address of the person who is to serve as director is:

Hector Florimon  
158-03 Southwest 43<sup>rd</sup> Street  
Miami, FL 33185

**ARTICLE VII. INCORPORATOR.**

The name and address of the incorporator is:

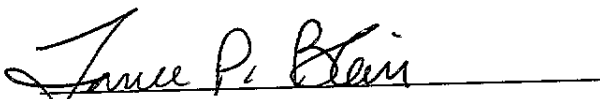
Lance Blair  
The Anderson Law Group, PLLC  
16300 Christensen Rd., Ste. 230  
Seattle, WA 98188

**ARTICLE VIII. REGISTERED AGENT AND REGISTERED OFFICE.**

The registered agent and the address of the registered office of the corporation is:

Hector Florimon  
158-03 Southwest 43<sup>rd</sup> Street  
Miami, FL 33185

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 6<sup>th</sup> day of June, 2000.

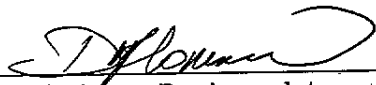


Lance Blair, Incorporator  
The Anderson Law Group, PLLC  
16300 Christensen Road, Ste. 230  
Seattle, WA 98188

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for F & B Apparel Corporation at 158-03 Southwest 43<sup>rd</sup> Street, Miami, Florida, 33186, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dated this 3/5 day of May, 2000.

  
\_\_\_\_\_  
Hector Florimon, Registered Agent  
158-03 Southwest 43<sup>rd</sup> Street  
Miami, Florida 33186

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