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*****78.75 *****78.75

State of Florida
Department of State
Corporate Division
PO box 6327
Tallahassee, FL 32314

Gentlemen:

Re: The Nautica Group, Inc.

Enclosed is an original and one copy of the Articles of Incorporation for the above company.
Please file the original in your offices and certify and return to me one certified copy.

I am enclosing a check in the amount of \$78.75, covering:

\$35.00 - filing fee
35.00 - Certificate Designating Registered Agent
8.75 - Certified Copy
\$78.75

Sincerely,

Terri Moore

Terri Moore
President

2589
1000 - 10120
2557 - 611
167 - 2589 - 2551

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 20 PM 12:46

gf 6/20/00



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 20 PM 12:46

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 5, 2000

TERRI MOORE
116 WINDWARD WAY
INDIAN HARBOUR BEACH, FL 32937

SUBJECT: THE NAUTICA GROUP, INC.
Ref. Number: W00000010120

We have received your document for THE NAUTICA GROUP, INC.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 900A00031504



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN 20 PM 12:46

May 9, 2000

TERRI MOORE
116 WINDWARD WAY
INDIAN HARBOUR BEACH, FL 32937

SUBJECT: THE NAUTICA GROUP, INC.
Ref. Number: W00000010120

We have received your document for THE NAUTICA GROUP, INC.. However, the document has not been filed and is being returned for the following:

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 800A00025714



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 20 PM 12:46

April 18, 2000

TERRI MOORE
116 WINDWARD WAY
INDIAN HARBOUR BEACH, FL 32937

SUBJECT: THE NAUTICA GROUP, INC.
Ref. Number: W00000010120

We have received your document for THE NAUTICA GROUP, INC.. However, the document has not been filed and is being returned for the following:

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 200A00021057

ARTICLES OF INCORPORATION
OF
The Nautica Group, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 20 PM 12:46

ARTICLE I - NAME

The name of this corporation is:
The Nautica Group, Inc.
116 Windward Way
Indian Harbor Beach, Fl 32937

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting and or all lawful business for which corporations may be incorporated under Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: TEN THOUSAND SHARES OF \$1.00 PAR VALUE COMMON STOCK

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this corporation is 116 Windward Way., Indian Harbour Beach, Florida 32937 and the name of the initial registered agent of this corporation at that address is Terri Moore.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director no more than five. The name and address of the initial Board of Directors of the corporation is:

Terri Moore
116 Windward Way
Indian Harbour Beach, Fl 32937

C. Steve Moore
116 Windward Way
Indian Harbour Beach, Fl 32937

ARTICLE VII – INCORPORATOR

The name and address of the Incorporator signing these articles is: Terri Moore, 116 Windward Way., Indian Harbour Beach, Fl. 32937.

ARTICLE VIII – INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE IX – BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X – AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 23rd day of March 2000.


Terri Moore
Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, a Notary public authorized to take acknowledgments in the state and County set forth above, personally appeared Terri Moore, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and who (did/did not) produce as identification personally known and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 27th day of April, 2000.


NOTARY PUBLIC, State of Florida at large

My commission expires:



ROBIN FORBES
My Commission CC570269
Expires Jul. 17, 2000

00 JUN 20 PM 12: 46

CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, 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: **The Nautica Group, Inc.**
2. The name and address of the registered agent and office is:

Terri Moore
116 Windward Way
Indian Harbour Beach, FL 32937

Signature Terri Moore
(Corporate Officer)

Title President

Date 3/28/00

HAVING BEEN NAMES 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 I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature Terri Moore
(Registered Agent)

Date 3/28/00