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MARSHALL E. WOOD

904/277-4666  
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June 29, 2000

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

Re: FHL APPAREL CONSULTING, INC.

Dear Sirs:

Enclosed please find the original Articles of Incorporation of FHL APPAREL CONSULTING, INC. for filing pursuant to Florida Statutes Section 607.0120.

Also enclosed please find this firm's check in the amount of \$70.00 representing payment by the corporation of the following costs:

Filing Fee	\$ 35.00
Designation of Resident Agent	35.00

Please file the Articles of Incorporation and forward your letter of receipt to me at your earliest convenience.

Thank you for your assistance in this matter.

Sincerely,

Marshall E. Wood

Enclosures

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70.00

T.SMITH JUL 11 2000

ARTICLES OF INCORPORATION  
OF

FHL APPAREL CONSULTING, INC.

The undersigned, acting as incorporators under the provisions of the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation is:

FHL APPAREL CONSULTING, INC.

ARTICLE II. NATURE OF BUSINESS

This corporation is being organized for the transaction of any and all lawful business permitted under the Florida Business Corporation Act and the laws of the United States.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue is One Thousand (1,000) shares with a par value of ONE DOLLAR (\$1.00) each. All of the shares are of one class only.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

FILED  
00 JUL -7 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V. ADDRESS

The initial post office address of the principal office of this corporation is: 1586 Regatta Drive, Amelia Island, Florida 32034. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI. DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTORS

The name and post office address of the initial director, who shall hold office for the first year of corporate existence or until their successors are elected or appointed and have qualified are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Fran Howell Lorick	1586 Regatta Drive Amelia Island, FL 32034

ARTICLE VIII. INCORPORATOR

The name and post office address of the incorporator of this corporation is: Fran Howell Lorick, 1586 Regatta Drive, Amelia Island, FL 32034.

ARTICLE IX. OFFICERS

The name and post office addresses of the officer who shall hold office for the first year of corporate existence or until his successor is elected or appointed is:

NAME

OFFICE

Fran Howell Lorick  
1586 Regatta Drive  
Amelia Island, FL 32034

President / Secretary

ARTICLE X. REGISTERED AGENT

The name and address of the initial registered agent of this corporation is: Fran Howell Lorick, 1586 Regatta Drive, Amelia Island, FL 32034.

ARTICLE XI. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the issued and outstanding stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of

Incorporation be made. Each and every action required to be voted upon and thereby approved by the stockholders shall be approved by a majority vote of the stockholders.


EXECUTED this 30<sup>th</sup> day of June, 2000.

Fran Howell Lorick  
FRAN HOWELL LORICK, INCORPORATOR

STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of June, 2000, by FRAN HOWELL LORICK, who is personally known to me or who presented \_\_\_\_\_ as identification and who did take an oath.

 Joyce A. Middleton  
My Commission CC855227  
Expires August 19, 2003

Joyce A. Middleton  
Name, Joyce A. Middleton  
Notary Public, State of Florida  
My Commission Expires:

CERTIFICATION OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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:  
**FHL APPAREL CONSULTING, INC.**
2. The name and address if the registered agent and office is:

FRAN HOWELL LORICK  
(Name)  
1586 Regatta Drive  
(P. O. Box not acceptable)

Amelia Island, FL 32034  
(City/State/Zip)

Signature

Fran Howell Lorick  
(corporate officer)

Title INCORPORATOR

Date June 30, 2000

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.

Signature

Fran Howell Lorick  
FRAN HOWELL LORICK

Date June 30, 2000

Registered Agent Filing Fee: \$35.00

FILED  
00 JUL -7 PM 1:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA