RUS CORPORATE FILING SERVICE (Réquestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) *****78.75 *****78.75 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(s) & DOCUMENT NUMBER(S) (if known): 2. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 1:00 Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger ÖTTIER FILNGS REGISTRATION/ QUALIFICATION Annual Report **Foreign** Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 4, 2000

LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE MIAMI, FL

SUBJECT: CARTER'S INC. Ref. Number: W00000019410

We have received your document for CARTER'S INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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

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INFPARTIMENT OF COLUMN CF C

Letter Number: 000A00042356



August 7, 2000

LAZARUS

MIAMI, FL

SUBJECT: ALINA'S INC.

Ref. Number: W00000019410

We have received your document for ALINA'S INC.. However, the document has not been filed and is being returned for the following:

Your document is being returned as requested.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 600A00042550



ARTICLES OF INCORPORATION

OF

, A.S.C. CARTER'S INC.



The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is A.S.C. CARTER'S INC.

ARTICLE II - NATURE OF BUSINESS

The general character, purpose, and nature of business to be transacted by this corporation is to carry on in any capacity any business or trade deemed legal in the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$1.00

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$ 100.00

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existance.

ARTICLE VI - ADDRESS

The initial street address of the principal office of this corporation is to be at 4699 N. State Rd Suite - F Tamarac FL 33319

The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VII - REGISTERED AGENT

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act:

That, A.S.C. CARTER'S INC.
the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the city of County of Dade, has named: Alina S. Carter as its agent to accept service of process within this State at 4699 N.State Rd Ste-F Tamarac, FL 33319

ACKNOWLEDGEMENT

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

Clark S. Cartel
REGISTERED AGENT

ARTICLE VIII - DIRECTORS

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

ARTICLE IX - INITIAL DIRECTORS

The names and addresses of the initial directors who shall hold office until their successors are elected and have qualified are as follows:

Alina S. Carter/ President/ 4699 N. State Rd Suite- F Tamrac FL 33319

ARTICLE X - INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

Alina S. Carter/ 4699 N. State Rd Suite- F Tamarac, FL 33319

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective upon acceptance by the Secretary of State.

ARTICLE XII - AMENDMENT

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 stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XIII - AMENDMENT

This corporation reserves this right to amend, alter, change or repeal any provisions contained in thise articles of INcorporation in the manner now or hereafter prescribed By-Laws and all rights conferred on stockholders are granted subject to this

ARTICLE FOURTEEN

The provisions of this Charter, and each and every Articles and section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this corporation shall be a party. Each person associated and/or corporation dealing with this corporation is charge with notice and knowledge of this corporation.

IN WITNESS THEREOF, the undersigned suscribers do make suscriber acknowledge, for the purpose of forming this Corporation under the Laws of the State of Florida and we hereby make and file, in the office of the Secretary of State of Florida, these Articles of Incorporation and certify that the facts therein are true.

DATE	8/2/2000
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President

STATE OF FLORIDA) COUNTY OF DADE) SS.

Before me the undersigned authority, personally appeared before me Alina S. Carter known to be the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and acknowledge that excuted the same for the purposes therein expressed.

WITNESS my hand and official seal this day of:

STATE OF FLORIDA