CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 Art of Inc. File L.C. File_ Trade/Service Mark Merger File_ Art. of Amend. File RA Resignation_ Cert. Copy_ Photo Copy_ Certificate of Status

Signature

Name

Walk-In

Requested by:

Date

Will Pick Up

Time

*****70.00 *****70.00 LTD Partnership File_____ Foreign Corp. File____ Fictitious Name File___ Dissolution / Withdrawal Annual Report / Reinstatement Certificate of Good Standing_ Certificate of Fictitious Name_ Corp Record Search_ Officer Search Fictitious Search Fictitious Owner Search Vehicle Search Driving Record UCC 1 or 3 File UCC 11 Search UCC 11 Retrieva

ARTICLES OF INCORPORATION

OF

South Breeze Clothing, Inc.

FILED

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SECRETARY GRADATE
IALLAMASSEE ELERINA

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

ARTICLE I: NAME

The name of the corporation is South Breeze Clothing, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 919 Duval Street, Key West, FL 33040.

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 (1,000) shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Michael L. Browning, Esq., Browning, Eden, Sireci & Klitenick, P.A., 402 Appeolrouth Lane, Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is Jack Bitton, 919 Duval Street, Key West, FL 33040. Orion Azulay, 919 Duval Street, Key West, FL 33040.

The undersigned has executed these Articles of Incorporation this 27th day of September 2000.

"Capital Connection, Inc. by Lance L. McGee, Client Representative"

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, <u>Florida Statutes</u>, the mentioned 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:			
	South Breeze Clothing, Inc.	T.S	0	
2.	The name and street address of the registered agent and office is:	ECRET	d.JS (
	Michael L. Browning, Esq. Browning, Eden, Sireci & Klitenick, PA 402 Appelrouth Lane Key West, FL 33040	ALT OF STATE	27 州田:3	
HAVE E	BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PRO	CESS F		ГΗΕ
ABOVE	STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFIC	ATE, I	HERI	ΞBY

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.

MICHAEL L./BROWNING, ESQ.