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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

SLY FOX, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 29, 2000

EMPIRE

SUBJECT: SLY FOX, INC.
REF: W00000023710*★ Please!*

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

THE CONFLICT IS A TRADEMARK SLY FOX #T94000001451.

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Neysa Culligan
Document SpecialistFAX Aud. #: H00000051664
Letter Number: 200A00051218

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ARTICLES OF INCORPORATION
FOR SLY FOX MANUFACTURING COMPANY, INC.

ARTICLE I
CORPORATE NAME

Sly Fox Manufacturing Company, Inc.

ARTICLE II
BUSINESS ADDRESS OF CORPORATION
(PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS)

12550 Biscayne Blvd.
Suite 324
North Miami, FL 33181

ARTICLE III
REGISTERED AGENT

Philip Friedlander

ARTICLE IV
REGISTERED AGENT OFFICE

12550 Biscayne Blvd.
Suite 324
North Miami, FL 33181

ARTICLE V
FOR PROFIT/NOT FOR PROFIT

For Profit

ARTICLE VI
NUMBER OF SHARES OF CORPORATE STOCK

Two (2) Shares

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ARTICLE VII
FISCAL YEAR

The Fiscal Year will be from January 1 to December 31
Of each and every year

ARTICLE VIII
CORPORATE PURPOSE

To engage in the business of apparel sales, the sale of clothing accessories, and/ or import and export of clothing, as well as the doing of any other work and business incidental to or connected to such work.

The foregoing purposes shall be interpreted solely as an example of and not a limitation to the corporate purpose. Nothing herein shall be interpreted as prohibiting the corporation from engaging in any legal/lawful act or activity for which a corporation may be organized under the laws of the State of Florida.

ARTICLE IX
NUMBER OF INITIAL BOARD OF DIRECTORS

Two (2)

ARTICLE X
INITIAL BOARD OF DIRECTORS, NAME(S) AND ADDRESS(ES)

Philip Friedlander
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

Niels Karstensen
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

ARTICLE XI
INITIAL CORPORATE OFFICERS

PRESIDENT: Philip Friedlander
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

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TREASURER: Niels Karstensen
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

SECRETARY: Niels Karstensen
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

ARTICLE XII
INCORPORATOR

Philip Friedlander
12550 Biscayne Blvd., Suite 324
North Miami, FL 33181

ARTICLE XIII
DURATION

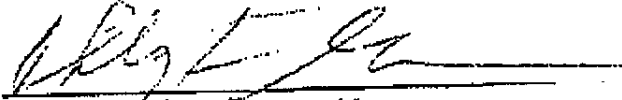
Shall be of perpetual duration

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ARTICLE XIV
REGISTERED AGENT/INCORPORATOR SIGNATURES

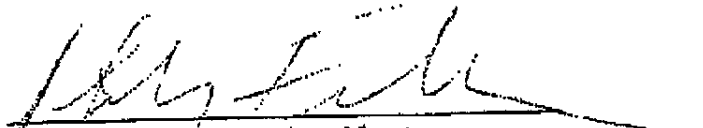
Having been named Registered Agent, I agree to accept service of process for Sly Fox Manufacturing Company, Inc., at the place designated in this certificate. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations and responsibilities of my position as Registered Agent.

September 29, 2000


Philip Friedlander, President

I hereby accept the designation of Incorporator of Sly Fox Manufacturing Company, Inc.

September 29, 2000


Philip Friedlander, President

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This Instrument Prepared by:

Yolanda M. Concepcion, Esquire (FL Bar No.: 159867)
Law Offices of Yolanda M. Concepcion
12550 Biscayne Blvd., Suite 321
North Miami, FL 33181
Phone: 305-981-2121
Fax: 305-981-2128

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