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November 14, 2000

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

VIA OVERNIGHT DELIVERY

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: Lexar Sportswear Corporation

To Whom It May Concern:

Enclosed please find the original Articles of Incorporation for Lexar Sportswear Corporation along with my check in the amount of \$78.75.

Please immediately file these Articles and return proof to me that they have been filed.

Thank you for your prompt attention in this matter, I remain

Sincerely yours,



Russell F. McLatchey

RFM/ps
Enclosures

FILED
00 NOV 15 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LeB
11/16

ARTICLES OF INCORPORATION
OF
LEXAR SPORTSWEAR CORPORATION

00 NOV 15 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE I. NAME

The name of the corporation shall be Lexar Sportswear Corporation.

ARTICLE II. DURATION

This corporation shall exist perpetually.

ARTICLE III. PURPOSE

The purpose of the corporation shall be for the purpose of the transaction of any other lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of common stock of a par value of ten Cents (\$0.10) per share and the consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office and mailing address of this corporation is 1153 Arbor Glen Circle, Winter Springs, Florida 32708

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is Nicholas P. Ramacciato, III and the name of the Registered Agent of this corporation at that address is 1153 Arbor Glen Circle, Winter Springs, Florida 32708.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may

be either increased or diminished from time to time by the By-Laws but shall never be less than one

(1). The name and address of the initial directors of this corporation is as follows:

Nicholas P. Ramacciato, III
1153 Arbor Glen Circle
Winter Springs, Florida 32708

Mitch Morris
1259 Marina Point
Casselberry, Florida 32707

Jack Lewis
1151 Post Lake Drive
Apopka, Florida 32703

ARTICLE VIII. INITIAL OFFICERS

Nicholas P. Ramacciato, III - President
1153 Arbor Glen Circle
Winter Springs, Florida 32708

Mitch Morris - Vice-President
1259 Marina Point
Casselberry, Florida 32707

Jack Lewis - Secretary/Treasurer
1151 Post Lake Place
Apopka, Florida 32703

ARTICLE IX. AMENDMENT

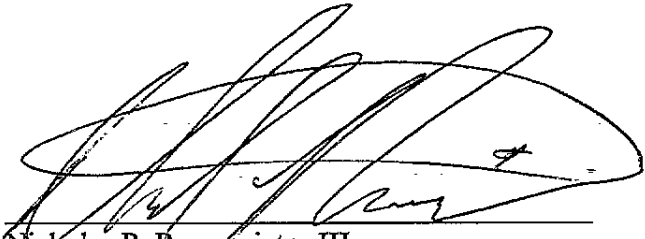
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X. INCORPORATOR

The Incorporator of these Articles of Incorporation is Nicholas P. Ramacciato, III and his address is 1153 Arbor Glen Circle, Winter Springs, Florida 32708.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles

of Incorporation this 14th day of November, 2000.

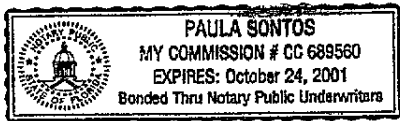

Nicholas P. Ramacciato, III
Incorporator, President

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared, Nicholas P. Ramacciato, III after being by me first duly sworn, deposes and says he is the Incorporator in the foregoing Articles of Incorporation and that they executed the same for that purpose.

Sworn to and subscribed before me this 14th day of November, 2000 by Nicholas P. Ramacciato, III Affiant, who is personally known to me or who provided me with _____ as identification and he did/did

not take an oath.

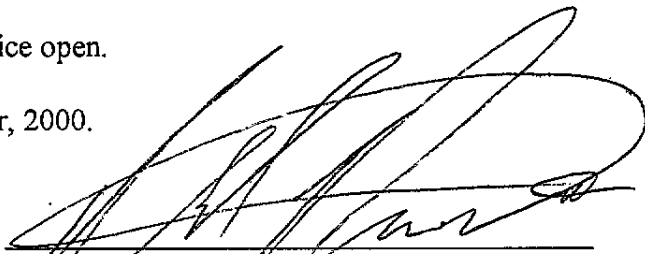



Notary Public - State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent to accept service of process of Lexar Sportswear Corporation located at 1153 Arbor Glen Circle, Winter Springs, Florida 32708, as designated by the corporation, I hereby accept and agree to act in this capacity and to comply with the provisions of said act relative to keeping said office open.

DATED this 14th day of November, 2000.


Nicholas P. Ramacciato, III
Registered Agent