

Breaker Jeanswear Corp.
7150 NW 36 Ave
Miami Fla 33147

December 8, 2000

P00000117470

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

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-12/20/00--01096--005
*****78.75 *****78.75

RE: Breaker Jeanswear Corp.

Gentlemen:

Enclosed please find the original and one copy of both the Articles of Incorporation for BREAKER JEANSWEAR CORP. and the Certificate and Acknowledgment of Registered Agent.

Also enclosed is a check in the amount of \$78.75 to cover the following: Charter Tax, Filing Fee, Certified Copy of The Articles of Incorporation, and the Filing Fee for Registered Agent Certificate for the above named corporation.

Very truly yours,


Paul Arcia
BREAKER JEANSWEAR CORP.

Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 20 AM 8:08

F. CHESLER DEC 2 8 2000

ARTICLES OF INCORPORATION

OF

BREAKER JEANSWEAR CORP.

FILED
00 DEC 20 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this Corporation is:

BREAKER JEANSWEAR CORP.

ARTICLE II

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

This Corporation is organized for the purpose of engaging in:

Any activities or businesses permitted
under the laws of the United States and
the State of Florida.

ARTICLE IV

This corporation is authorized to issue Five Hundred (500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

The principal office and mailing address of the Corporation is:

7150 N.W. 36th Avenue
Miami, Florida 33147

The name and address of the Initial Registered Agent of this Corporation is:

Paul Arcia
7150 N.W. 36th Avenue
Miami, FL 33147

ARTICLE VI

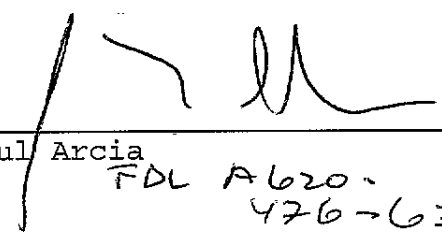
This corporation shall have one (1) Director initially, constituting the initial board of directors of the corporation, and the name and address of the person to serve as director until the first annual meeting of shareholders or until his successor(s) is elected and shall qualify is:

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is as follows:

Paul Arcia
7150 N.W. 36th Avenue
Miami, Florida 33147

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15 day of DEC 2000, 2000.



Paul Arcia

FDL A620-

476-63-2210

State of Florida
County of Dade

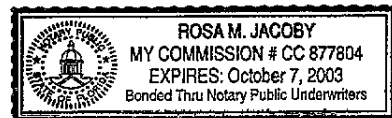
BEFORE ME, A Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Paul Arcia, known to me, and known to me to be the person who executed the forgoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereto affixed my hand and seal, in the State and County aforesaid, this 15th day of DEC 2000, 2000.



Notary Public

My Commission Expires:



CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

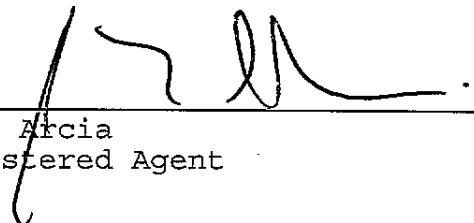
BREAKER JEANSWEAR CORP.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 7150 N.W. 36th Avenue, Miami, Florida 33147 has named Paul Arcia located at 7150 N.W. 36th Avenue, Miami, Florida 33147 as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT

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



Paul Arcia
Registered Agent

FILED
00 DEC 20 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA