

PD/1000028894
TALLAHASSEE FLORIDA
FILED

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

01 MAR 16 AM 9:27

SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT: TEXTILE SOFTWARE SOLUTIONS, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: TEXTILE SOFTWARE SOLUTIONS, INC.

Name (Printed or typed)

C/O ROBERT PODGOROWIEZ
3006 LAKEWOOD LANE

Address

700003855757-8
-03/16/01-01049-024
*****78.75 *****78.75

HOLLYWOOD, FL 33021

City, State & Zip

(305) 691-5444

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

3/16/01

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ARTICLES OF INCORPORATION 01 MAR 16 AM 9:27
OF
TEXTILE SOFTWARE SOLUTIONS, INC. SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be **TEXTILE SOFTWARE
SOLUTIONS, INC.**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV ADDRESS

The street address of the initial registered office of the corporation shall be **3006 Lakewood Lane, Hollywood, FL 33021** and the name of the initial Registered Agent for the corporation at that address is Robert Podgorowicz.

ARTICLE V SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI **TERM OF EXISTENCE**

This corporation shall exist perpetually.

ARTICLE VII **LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, shareholder or officer may be entitled as a matter of law.

ARTICLE VIII **SELF DEALING**

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE IX **DIRECTORS**

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Robert Podgorowicz 3006 Lakewood Lane Hollywood, FL 33021

ARTICLE X INCORPORATOR

The name and address of the incorporator is:
Robert Podgorowicz 3006 Lakewood Lane Hollywood, FL 33021

ARTICLE XI AMENDMENT

This Corporation reserves the right to amend, alter, change or repeal any provision(s) contained in these Articles of Incorporation or any amendment thereto, in the manner now or hereafter prescribed by statute and any rights conferred upon the stockholders are subject to reservation.

ARTICLE XII LIMITATION ON PAYMENT OF DEBTS

The private property of the stockholders shall not be subject to the payment of corporate debts in any extent whatsoever. The Corporation shall have first lien on the share of its shareholder(s), and upon any dividends due thereon, for any indebtedness of such shareholder(s) to the Corporation.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24th day of July 2000.

Incorporator:



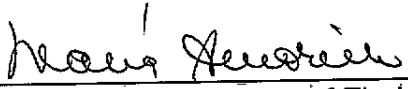
Robert Podgorowicz

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

13th of March
2001

The foregoing instrument was executed and acknowledged before me this 24th day of July 2000, by Robert Podgorowicz.

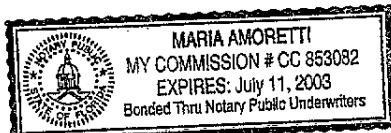


Maria Amoretti

Notary Public, State of Florida

(SEAL)

My. Commission expires:



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DESIGNATION OF AND ACCEPTANCE
BY REGISTERED AGENT

01 MAR 16 AM 9:27

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The following is submitted in compliance with the laws of the State of Florida, **TEXTILE SOFTWARE SOLUTIONS, INC.**, a corporation organizing under the laws of the State of Florida, with its principal office located at 3006 Lakewood Lane Hollywood, FL 33021 has named Robert Podgorowiez, whose address is 3006 Lakewood Lane Hollywood, FL 33021, as its Agent to accept service of process within this State.

ACCEPTANCE:

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registered Agent:



Robert Podgorowiez

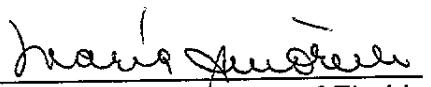
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, this day personally appeared Antonio Cisncvos, who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct, and that he has executed the same for the purposes expressed herein.

12th of March, 2001

WITNESS my hand and official seal this 31th day of July 2000.



Notary Public, State of Florida

(SEAL)

My Commission Expires:

