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March 27th, 2001

SECRETARY OF STATE,
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
(850) 488-9000

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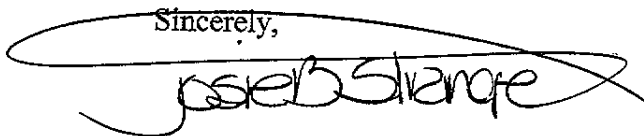
RE: PANAMA CITY BEACH EMBROIDERY & CLOTHING COMPANY

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$87.50, which includes the \$70.00 filing fee, \$8.75 certification fee, and the \$8.75 fee for the certificate of status. Please file the original Articles, certify the copy, and return the certified copy to our office in the enclosed self-addressed stamped envelope.

Thank you very much for your time and attention to this matter. Please do not hesitate to contact this office at once if you have any questions, or if I may be of assistance to you.

Sincerely,



Josie B. Strange, Legal Assistant to:
Monica L. Cothran, Esq.

/jbs

Enclosures: As stated

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SECRETARY OF STATE
TALLAHASSEE, FL 32314

4-2-01
WC

ARTICLES OF INCORPORATION

OF

PANAMA CITY BEACH EMBROIDERY & CLOTHING COMPANY

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is **PANAMA CITY BEACH EMBROIDERY & CLOTHING COMPANY**.

ARTICLE TWO **Corporate Duration**

The duration of the corporation is perpetual.

ARTICLE THREE

Purpose or Purposes

The general purposes for which the corporation is organized are:

1. To perform clothing embroidery services.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR **Capitalization**

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE **Registered Office and Agent**

The street address of the initial registered office of the corporation is: 1318 Harbour Way, Panama City Beach, Florida 32407, and the name of its initial Registered Agent at such address is:

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TALLAHASSEE, FLORIDA

is: **LAURIE McDONNELL**. The principal place of business is the same as the registered office.

ARTICLE SIX
Directors

The number of directors constituting the initial board of directors of the corporation is ONE (1). The name and address of that person who is to serve as a member of the initial board of directors is:

Name

Address

Laurie McDonnell

1004 Jenks Avenue
Panama City, Florida 32401

ARTICLE SEVEN
Incorporators

The name and address of each incorporator is:

Name

Address

Laurie McDonnell

1004 Jenks Avenue
Panama City, Florida 32401

Executed by the undersigned on this 27 day of March, 2001.


LAURIE McDONNELL, President

STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority, on this 27 day of March, 2001, personally appeared, **LAURIE McDONNELL**, to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced _____ as identification.

WITNESS my hand and official seal the date aforesaid.



Amy T. Jacquay
MY COMMISSION # CC755727 EXPIRES
July 19, 2002
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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: **Panama City Beach Embroidery & Clothing Company.**
2. The name and address of the Registered Agent and office is:

**Laurie McDonnell
1318 Harbour Way
Panama City Beach, FL 32407**

Having been named as Registered Agent and to accept service of process for the 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.


LAURIE McDONNELL, Registered Agent

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