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CUSTOMER NO: 148589A

CUSTOMER: Victor A. Diaz, Esq
Holihan & Diaz, P.a.

Suite 350
1101 North Lake Destiny Road
Maitland, FL 32751

DOMESTIC FILING

NAME: SOUTHERN STEEL STREETWEAR,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1122
EXAMINER'S INITIALS:

RECEIVED
01 APR 23 PM 12:54
DIVISION OF CORPORATION

g 4/23/01

EFFECTIVE DATE

4/18/01

ARTICLES OF INCORPORATION

OF

SOUTHERN STEEL STREETWEAR, INC.

FILED

2001 APR 23 PM 3:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

Article 1. Name and Address. The name and address of the Corporation is: Southern Steel Streetwear, Inc. 307 Division Avenue, Ormond Beach, Florida 32174.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purpose. The general purposes for which the Corporation is organized are the following:

- a. to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way; and
- b. to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 4. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article 5. Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is Melissa Penland and the name of its initial Registered Agent at that address is 307 Division Avenue, Ormond Beach, Florida 32174.

Article 6. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than two (2). The name and address of each initial Director of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Melissa Penland	307 Division Avenue Ormond Beach, FL 32174
Robert Pomeranke	307 Division Avenue Ormond Beach, FL 32174

Article 7. Incorporators. The name and address of each Incorporator is as follows:

Melissa Penland	307 Division Avenue Ormond Beach, FL 32174
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Article 8. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article 9. Rights of Initial Directors. Each of the initial Directors shall have the right to be a Director of the Corporation as long as that respective Director is a Shareholder of the Corporation. By acquiring stock in this Corporation, each Shareholder agrees to abide by this right and to elect each of the initial Directors named in these Articles of Incorporation to the office of Director as long as that Director is a Shareholder of the Corporation. This Article may not be amended in any way without the written consent of each of the initial Directors who is a Shareholder of the Corporation at the time of the amendment.

Article 10. Bylaws. The power to adopt, alter, amend, and repeal the Bylaws shall be vested in the Board of Directors, but all alterations, amendments, and repeals of the Bylaws must be approved by a majority of the Shareholders.

Article 11. Commencement of Corporate Existence. In accordance with Fla. Stat. § 607.0203, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 18th day of April, 2001.

Melissa Penland
Melissa Penland, Incorporator

STATE OF FLORIDA)
 ss.
COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 18th day of April, 2001, by Melissa Penland, of Southern Steel Streetwear, Inc., a corporation, on behalf of the corporation.



Peggy L. Metzger
MY COMMISSION # DD002383 EXPIRES
May 1, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

Peggy L. Metzger
Notary Public
My Commission expires: 5-1-2005

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON
UPON WHOM PROCESS MAY BE SERVED,
AND ACCEPTANCE BY REGISTERED AGENT**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Southern Steel Streetwear, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 307 Division Avenue, has named Melissa Penland, located at 307 Division Avenue, Ormond Beach, Florida 32174, as its agent to accept service of process within Florida.

Melissa Penland
Melissa Penland, Incorporator

4/18/01
Date

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Melissa Penland
Melissa Penland, Registered Agent

4/18/01
Date

2001 APR 23 PM 3:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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