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OFFICE USE ONLY

**LAZARUS CORPORATE FILING SERVICE**

(Requestor's Name)

3320 S.W. 87 AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. P.C. INTERNATIONAL APPAREL, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

01 JUL 26 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

RECEIVED  
01 JUL 20 PM 12:09  
DIVISION OF CORPORATION

*1001-14805*

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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-07/20/01--01085--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 20, 2001

LAZARUS

MIAMI, FL

SUBJECT: P.C. INTERNATIONAL APPAREL, INC.  
Ref. Number: W01000016805

We have received your document for P.C. INTERNATIONAL APPAREL, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

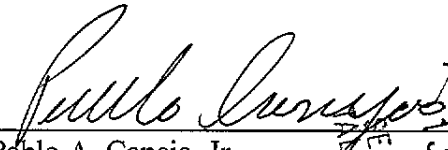
Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 501A00042614

RECEIVED  
DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
2001 JUL 26 AM 10:37  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

AFFIDAVIT OF NEW CORPORATION

I, **Pablo A. Caneja, Jr.**, was the President of **P. C. International Apparel, Inc.**, a Florida Corporation, Document Number P99000018705, which was dissolved on or about September 2000. I am executing this affidavit to certify in writing that I do not wish now, nor is it my intention to ever reinstate the old corporation, but to establish a new corporation using only the same name.

  
Pablo A. Caneja, Jr.  
1010 East 41<sup>st</sup> Street  
Hialeah, Florida 33013


**FILED**  
JUL 26 PM 2:01  
SECRETARY OF STATE  
TREASURER OF FLORIDA


STATE OF FLORIDA                    )  
  ) ss.  
COUNTY OF MIAMI-DADE         )

I hereby certify that on the 25 day of July, 2001, the foregoing Affidavit of New Corporation was subscribed and sworn to before me, an officer duly authorized to administer oaths and take acknowledgements, by **Pablo A. Caneja, Jr.**, who produced his Florida Drivers License number Personally Known as identification, to be the person described in and who executed the foregoing instrument in my presence and acknowledged before me that he executed the same.

25 Witness my hand and official seal in the State and County last aforesaid this day of July, 2001.

(Seal)

 David P Ryan  
My Commission CC803738  
Expires January 21, 2003

  
NOTARY PUBLIC  
Printed Name of Notary Public:

Commission/Serial No.:  
My Commission Expires:

ARTICLES OF INCORPORATION  
OF  
P. C. INTERNATIONAL APPAREL, INC.

FILED  
01 JUL 26 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, has executed the following document as incorporator of the above named Florida corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this Florida Corporation shall be:

P. C. INTERNATIONAL APPAREL, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III - COMMENCEMENT DATE

Corporate existence shall commence on the date of the filing of the Articles with the Department of State in the State of Florida.

ARTICLE IV - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States of America and under the laws of the State of Florida.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue a maximum of Three Thousand (3,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$.50) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which they already hold, shall have the right to purchase their pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED AGENT, OFFICE AND  
MAILING ADDRESS OF CORPORATION

This corporation's initial registered agent, registered street address in the State of Florida shall be:

Lazaro J. Perez, P.A.  
Grove Plaza Building  
2900 SW 28<sup>th</sup> Terrace  
Seventh Floor  
Coconut Grove, Florida 33133

The mailing address and principal office of this corporation shall be:

1010 East 41<sup>st</sup> Street  
Hialeah, Florida 33013

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation's Initial Board of Directors shall consist of (3) members. The number of directors may be either increased or diminished from time to time by vote of the shareholders, but shall never be less than one (1). The names and addresses of the Initial Board of Directors of this corporation are:

Pablo A. Caneja, Sr.  
1010 East 41<sup>st</sup> Street  
Hialeah, Florida 33013

Pablo A. Caneja, Jr.  
14541 SW 37<sup>th</sup> Street  
Miramar, Florida 33027

Isabel Caneja  
1010 East 41<sup>st</sup> Street  
Hialeah, Florida 33013

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

Pablo A. Caneja, Jr.  
14541 SW 37<sup>th</sup> Street  
Miramar, Florida 33027

#### ARTICLE X - BYLAWS

The power to adopt, alter, amend, or repeal the bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE XI - CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by the Board of Directors or the holders of not less than one tenth of all shares entitled to vote at the meeting.

#### ARTICLE XII - SHAREHOLDER QUORUM AND VOTING

The majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

#### ARTICLE XIII - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

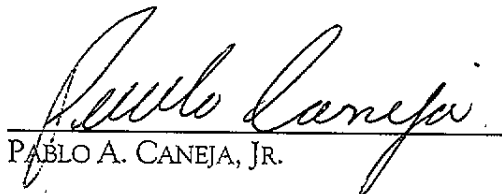
#### ARTICLE XIV - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws.

#### ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator of this corporation has executed these Articles of Incorporation at Miami, Dade County, Florida on this 17 July, 2001.

  
PABLO A. CANEJA, JR.

CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/OFFICE

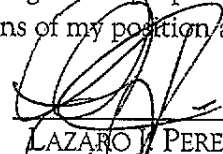
Corporation:

P.C. International Apparel, Inc.

Registered Agent/Office:

Lazaro J. Perez, P.A.  
Grove Plaza Building  
2900 SW 28<sup>th</sup> Terrace  
Seventh Floor  
Coconut Grove, Florida 33133

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 resident agent.

  
LAZARO J. PEREZ, P.A.  
REGISTERED AGENT  
DATE: JULY 17, 2001

**FILED**  
01 JUL 26 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA