

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Urban Righteous Wear, Inc.

FILED

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SECRETARY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 LTD Partnership File _____
 Foreign Corp. File _____
 L.C. File _____
 Fictitious Name File _____
 Trade/Service Mark _____
 Merger File _____
 Art. of Amend. File _____
 RA Resignation _____
 Dissolution / Withdrawal _____
 Annual Report / Reinstatement _____
 Cert. Copy _____
 ✓ Photo Copy _____
 Certificate of Good Standing _____
 Certificate of Status _____
 Certificate of Fictitious Name _____
 Corp Record Search _____
 Officer Search _____
 Fictitious Search _____
 Fictitious Owner Search _____
 Vehicle Search _____
 Driving Record _____
 UCC 1 or 3 File _____
 UCC 11 Search _____
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 SUFFICIENCY OF FILING

J. BRYAN SEP

Signature

Requested by:

Name

9/11/01

Date _____

9:42

Time

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UCC 11 Search

UCC 11 Retrieval

Courier

**ARTICLES OF INCORPORATION
OF
URBAN RIGHTEOUS WEAR, INC.**

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ARTICLE I: NAME

The name of this corporation shall be **Urban Righteous Wear, Inc.**

ARTICLE II: COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the FLORIDA DEPARTMENT OF STATE. This corporation's duration shall be perpetual.

ARTICLE III: PURPOSES, POWERS, & RIGHTS

This corporation is being organized for the purpose of providing a line of clothing and for engaging in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

In furtherance of its corporate purposes, this corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by laws of the State of Florida.

ARTICLE:IV CAPITAL STOCK

This corporation shall have the authority to issue **1,000 shares common capital stock**, each with a par value of \$1.00.

ARTICLE V: BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be two. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the Board Of Directors, except as otherwise herein provided or reserved to the holders of common stock.

B. As indicated above, the number of members of the Board Of Directors may be increased from time to time, as provided in this corporation's bylaws, but (subject to vacancies) in no event may there be less than one director. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board Of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name(s) and mailing address(es) of the person(s) who shall serve as director(s) of the corporation until the first annual meeting of the shareholders are as follows:

<u>President-</u> Corey N. Harris	<u>Vice President-</u> Michael Frazier	<u>Artistic Dir.</u> Javier Socorro
15285 SW 107 Lane #215	15285 SW 107 Lane #215	18890 NW 57 Ave. #203
Miami, Florida 33196	Miami, Florida 33196	Miami, Florida 33015

ARTICLE VI: PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office, and the address of this corporation's initial registered office (and the name of the individual who shall serve as this corporation's initial registered agent at that address), respectively, are:

Corporate Office:
15285 SW 107 Lane #215 Miami, Florida 33196

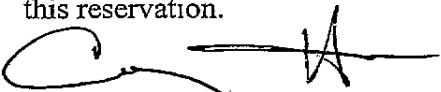
Registered Agent & Office:
Corey N. Harris
15285 SW 107 Lane #215 Miami, Florida 33178

ARTICLE VII: INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Corey N. Harris 15285 SW 107 Lane #215 Miami, Florida 33196

ARTICLE VIII: AMENDMENT

This corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.



Corey N. Harris, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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: URBAN RIGHTEOUS WEAR, INC.

2. The name and address of the registered agent and office is:

COREY N. HARRIS
(Name)

15285 sw 107 Lane #215
(P.O. Box NOT acceptable)

Miami, Florida 33196
(City/State/Zip)

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.

SIGNATURE

By: 

DATE

September 10, 2001

REGISTERED AGENT FILING FEE: \$35.00

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TALLAHASSEE, FLORIDA