

**Electronic Articles of Incorporation
For**

**P02000001723
FILED
January 07, 2002
Sec. Of State**

ISLAND WEAR , INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ISLAND WEAR , INC.

Article II

The principal place of business address:

5624 SATEL DRIVE
ORLANDO, FL. 32810

The mailing address of the corporation is:

5624 SATEL DRIVE
ORLANDO, FL. 32810

Article III

The purpose for which this corporation is organized is:

THE CORPORATION SHALL ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

Article IV

The number of shares the corporation is authorized to issue is:

1,000,000

Article V

The name and Florida street address of the registered agent is:

ALEXANDER C MONTGOMERY
5624 SATEL DRIVE
ORLANDO, FL. 32810

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ALEXANDER C. MONTGOMERY

Article VI

The name and address of the incorporator is:

ALEXANDER C. MONTGOMERY
5624 SATEL DRIVE

ORLANDO, FL 32810

Incorporator Signature: ALEXANDER C. MONTGOMERY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: VS
ALEXANDER C MONTGOMERY
5624 SATEL DRIVE
ORLANDO, FL. 32810

Title: PD
DANIEL L MEANS
5624 SATEL DRIVE
ORLANDO, FL. 32810

Article VIII

CORPORATE CAPITALIZATION

1. The maximum number of shares that this Corporation is authorized to have outstanding at any time is ONE MILLION (1,000,000) shares of common stock, each share having the par value of ONE TENTH OF ONE CENT (\$0.001).
2. All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.
3. All holders of shares of commons stock, upon the dissolution of the Corporation, shall be entitled to receive

Article VIII (continued)

the net assets of the Corporation.

4. No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

5. The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

6. The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

Article IX

SHAREHOLDERS' RESTRICTIVE AGREEMENT

1. All the the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

Article X

POWERS OF CORPORATION

1. The Corporation shall have the same powers as an individual to do all things necessary to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

Article XI

TERM OF EXISTENCE

1. This Corporation shall have perpetual existence.

Article XII

REGISTERED OWNER(S)

1. The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

Article XIII

BYLAWS

1. The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Article XIV

EFFECTIVE DATE

1. These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

Article XV

AMENDMENT

1. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto or granted subject to this reservation.

Article XVI

INDEMNIFICATION

1. The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the

Article XVI (continued)

board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply on such persons or serving at the Corporation's request a while a director, officer, employee or agent of the Corporation as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of attorney fees any expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to executors, administrators and personal representatives of such persons.