

PO20000011249

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H02000026856 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

UNDERWEARHOUSE FALLS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

02 JAN 31 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

(3)

H 02000026856

**Articles of Incorporation
of
UnderWearhouse Falls, Inc.**

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

**Article I
Name**

The name of the corporation shall be **UnderWearhouse Falls, Inc.**

**Article II
Principal Office**

The principal place of business and mailing address for the Corporation are **7550 S.W. 57th Avenue, Suite 211, South Miami, Florida 33143.**

**Article III
Purpose**

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively called, the "Act").

**Article IV
Shares**

The Corporation is authorized to issue **5,000 shares** of common stock, with a **par value of \$1.00** per share.

**Article V
Registered Agent**

The name and street address of the initial registered agent of the Corporation is **David Michael Scharlin, 7550 S.W. 57th Avenue, Suite 211, South Miami, Florida 33143.**

H 02000026856

02 JAN 31 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H 02000026856

Article VI
Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time as prescribed by the by-laws, but shall never be less than one (1). The directors of this corporation are:


David Michael Scharlin
7550 S.W. 57th Avenue, Suite 211
South Miami, Florida 33143


Randall C. Fisher
7550 S.W. 57th Avenue, Suite 211
South Miami, Florida 33143

Article VII
Incorporator

The name and address of the Incorporator is **David Michael Scharlin, 7550 S.W. 57th Avenue, Suite 211, South Miami, Florida 33143.**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

	<u>1/30/02</u>
Signature/Registered Agent	Date

	<u>1/30/02</u>
Signature/Incorporator	Date

FILED
02 JAN 31 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 02000026856