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Requester's Name

JENNIFER M. PIEDRA  
5394 SW 119<sup>TH</sup> AVE  
COOPER CITY, FL.33330

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

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

1. \_\_\_\_\_  
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**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

CR2E031(7/97)

F. OESSER

Examiner's Initials

F. OESSER MAY 2, 8

ARTICLES OF INCORPORATION  
OF  
ABSOLUTELY APPAREL GP , INC.

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THE UNDERSIGNED, A NATURAL PERSON COMPETENT TO CONTRACT, DOES HEREBY MAKE, SUBSCRIBE AND FILE THESE ARTICLES OF INCORPORATION FOR THE PURPOSE OF ORGANIZING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE 1

THE NAME OF THIS CORPORATION SHALL BE: ABSOLUTELY APPAREL GP, INC. AND THE ADDRESS SHALL BE: 517 NE 2<sup>ND</sup> AVE HALLANDALE, FL.33009 PHONE #954-252-9322.

ARTICLE 2

NATURE OF CORPORATE BUSINESS AND POWERS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION SHALL BE TO ENGAGE IN ANY AND ALL LAWFUL BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE 3

CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES THAT THIS CORPORATION SHALL BE AUTHORIZED TO ISSUE AND HAVE OUTSTANDING AT ONE TIME SHALL BE 100,000 SHARES OF COMMON STOCK, \$1.00 VALUE SHARE.

ARTICLE 4

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE 5

REGISTERED AGENT AND  
INITIAL REGISTERED OFFICE IN FL.

THE REGISTERED AGENT AND THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA SHALL BE:

JENNIFER M. PIEDRA  
5394 SW 119<sup>TH</sup> AVE  
COOPER CITY, FL. 33330

ARTICLE 6

THIS CORPORATION SHALL HAVE ONE DIRECTOR INITIALLY

ARTICLE 7

THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THIS CORPORATION IS:

JERRY ROSENTHAL, P, T, S  
517 NE 2<sup>ND</sup> AVE  
HALLANDALE, FL. 33009

THE PERSONS NAMED AS INITIAL DIRECTORS SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THIS CORPORATION, OR UNTIL HIS SUCCESSOR IS ELECTED OR APPOINTED AND HAS QUALIFIED, WHICHEVER OCCURS FIRST.

#### ARTICLE 8 INCORPORATOR

THE NAME OF THE PERSON SIGNING THESE ARTICLES OF INCORPORATION AS THE INCORPORATOR IS JENNIFER M. PIEDRA, AND HER ADDRESS IS 5394 SW 119 AVE COOPER CITY, FL. 33330.

#### ARTICLE 9 INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY TO THE FULLEST EXTENT PERMITTED BY FLORIDA STATUTE 607.014, AS MAY BE AMENDED FROM TIME TO TIME ANY DIRECTOR OR OFFICER OF THE CORPORATION WHO IS A PARTY OR IS TREATENED, PENDING OR COMPLETED ACTION OR SUIT BROUGHT AGAINST SAID OFFICER OR DIRECTOR IN THEIR OFFICIAL CAPACITY. THIS CORPORATION SHALL NOT INDEMNIFY ANY DIRECTOR

OR OFFICER IN ANY ACTION OR SUIT, THREATENED, PENDING OR COMPLETED, BROUGHT BY HIM AGAINST THE CORPORATION. IN THE EVENT THE OFFICER OR DIRECTOR IS NOT THE PREVAILING PARTY, INDEMNIFICATRION OF ANY OTHER PERSONS SUCH AS EMPLOYEES OR AGENTS OF THE CORPORATION, OR SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF ANOTHER CORPORATION, PARTNERSHIP, JOING VENTURE, TRUST, OR OTHER ENTERPRISE, SHALL BE DETERMINED IN THE SOLE AND ABSOLUTE DISCRETION OF THE BOARD OF DIRECTORS OF THE CORPORATION, PUSUANT THE FLORIDA STATUTE 607.014(9), NO COURT ORDER INDEMNIFICATION SHALL, UNDER ANY CIRCUMSTANCES, BE PERMITTED.

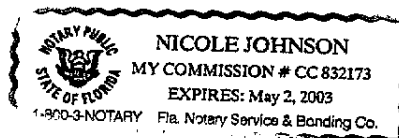
#### ARTICLE 10

THIS CORPORATION EXPRESSLY ELECTS NOT TO BE GOVERENED BY FLORIDA STATUTE 607.018, AS AMENDED FORM TIME TO TIME, RELATING TO CONTROL SHARE ACQUISITIONS.

IN WITNESS HEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED FOREGOING ARTICLES OF INCORPORATION OF MARCH 27, 2002.

Jennifer Piedra  
INCORPORATOR

STATE OF FLORIDA     )  
                                  )  
                                  )SS  
COUNTY OF BROWARD )



THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME  
ON THIS 27TH DAY OF MARCH. BY JENNIFER M. PIEDRA AS  
INCORPORATOR.

Nicole Johnson  
NOTARY PUBLIC, STATE OF FLORIDA

I, JENNIFER M. PIEDRA, AM FAMILIAR WITH AND ACCEPT THE  
DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID  
CORPORATION

Jennifer Piedra

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