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TALLAHASSEE FLORIDA

3/14/03

MICHAEL D. TANNENBAUM

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 7, 2003

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Palm Beach Clothiers, Inc.

Dear Sir/Madam:

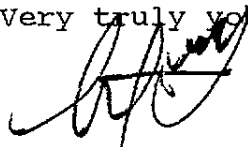
Enclosed please find an original and one (1) copy of the **Articles of Incorporation** on the above-referenced corporation. Also enclosed my check in the amount of \$78.75 made payable to Florida Secretary of State representing the following charges:

Filing Fee	\$35.00
Certified Copy	8.75
Registered Agent	
Designation	<u>35.00</u>
Total	\$78.75

Please forward a certified copy to me at the above address.

If you should have any questions, please feel free to contact me.

Very truly yours,



MICHAEL D. TANNENBAUM

MDT/cd

Encl.

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ARTICLES OF INCORPORATION
OF
PALM BEACH CLOTHIERS, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: PALM BEACH CLOTHIERS, INC.

The address of the principal office of this corporation shall be 2866 Waters Edge, West Palm Beach, Florida 33413, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having no par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 2866 Waters Edge, West Palm Beach, Florida 33413, and the name of the initial registered agent of the corporation at that address Bruce Rappaport.

ARTICLE V - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

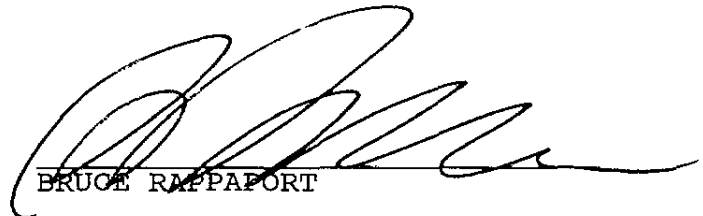
ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Bruce Rappaport

2866 Waters Edge
West Palm Beach, FL 33413

IN WITNESS WHEREOF, the undersigned has hereunto set my hand and seal of this 7th day of MARCH, 2003.


BRUCE RAPPAFORT

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

The undersigned, BRUCE RAPPAPORT, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


BRUCE RAPPAPORT

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TALLAHASSEE FLORIDA

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