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CAPITAL CONNECTION, INC.

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Blue - Urban Wear Inc.

- ☒ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
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- ☐ 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
- ☐ UCC 11 Retrieval
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Name

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ARTICLES OF INCORPORATION

OF

BLU-URBAN WEAR, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME:

The name of this corporation is Blu-Urban Wear, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing on the 27th day of June, 2003 (which is the date that these Articles were executed and notarized).

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of the Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT:

The street address of the initial principal office of the Corporation is c/o William Scott Foster, 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547 and the mailing address is the same. The street address of the initial registered office of the Corporation is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547 and the initial registered agent of the Corporation at that address is William Scott Foster.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of the Corporation are Radoslaw Czaban and Salvador Denizard, Jr., all having a collective address for purposes hereof of P.O. Box 1292, Fort Walton Beach, Florida 32549-1292.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these articles is as follows: William Scott Foster, 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

ARTICLE IX - BY-LAWS:

The power to adopt, alter, amend, or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this charter that the capital stock of the Corporation may be sold in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on the 27th day of June, 2003.



WILLIAM SCOTT FOSTER

STATE OF FLORIDA)

COUNTY OF OKALOOSA)

Before me, the undersigned authority, personally appeared William Scott Foster,
personally known to me to be the person described in the foregoing Articles of Incorporation of
the Corporation, and such person acknowledged to and before me that such person executed the
Articles of Incorporation for the purpose therein described.

WITNESS my hand and official seal on the 27th day of June, 2003.


NOTARY PUBLIC
State of Florida

JAYNE W. EMERSON
Notary Public, State of Florida
My comm. exp. Sept. 22, 2006
Comm. No. DD 130980

This Instrument (Corporate.mac\
A-Inc.Mul) Prepared By:
ANCHORS, FOSTER, McINNIS & KEEFE, P.A.
(William Scott Foster)
909 Mar-Walt Drive, Suite 1014
Fort Walton Beach, Florida 32547
(850) 863-4064

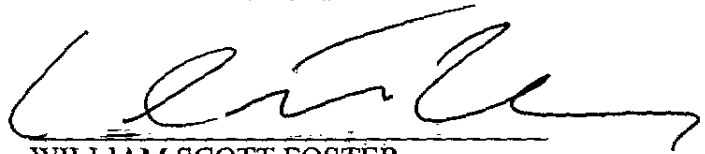
CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Blu-Urban Wear, Inc. (the "Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in its Articles of Incorporation, at 909 Mar-Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, has named WILLIAM SCOTT FOSTER, located at 909 Mar-Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act, including those relative to keeping open of said office.


WILLIAM SCOTT FOSTER

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