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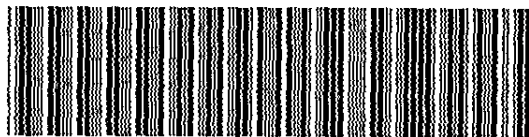
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TALLAHASSEE, FLORIDA

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James Karl & Associates

975 North Collier Boulevard
Marco Island, FL 34145
Tel: (239) 642-9988
Fax: (239) 642-9995

By First Class Mail

September 9, 2003

Department of State
Corporate Division
Attn: Neysa Culligan, Document Specialist
409 East Gaines St.
P.O. Box 6327
Tallahassee, FL 32399


Re: Articles of Incorporation of SOJO Fabric & Accessories, Inc.

Dear Ms. Culligan:

Pursuant to your correspondence dated August 28, 2003, a copy of which is attached for your reference, we have enclosed for filing the original and one copy of the Articles of Incorporation for the above referenced corporation. The filing fee of \$70.00 was previously remitted to your offices. Could you please acknowledge your receipt and filing of the Articles of Incorporation by stamping the enclosed copy and returning it to us.

As always, please call us if you have any questions or concerns. Thank you for your time and attention to this matter.

Very truly yours,


James L. Karl II
For the Firm

JLK/rm

Enclosure

cc: Client



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 28, 2003

JAMES KARL & ASSOCIATES
975 NORTH COLLIER BOULEVARD
MARCO ISLAND, FL 34145

SUBJECT: J & S ASSOCIATES, INC.
Ref. Number: W03000024570

We have received your document for J & S ASSOCIATES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 703A00048504

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLES OF INCORPORATION OF SOJO FABRIC & ACCESSORIES, INC.

I. NAME: The name of the corporation is: SOJO Fabric & Accessories, Inc.

II. TERM OF EXISTENCE: Unlimited.

III. NATURE OF BUSINESS: The corporation may engage in any activity or business permitted under the laws of the United States or of the laws of the State of Florida.

IV. CAPITAL STOCK: The aggregate number of shares of stock that this corporation is authorized to issue is one thousand (1,000) shares. Such shares shall be of single class and shall have a par value of one dollar (\$1.00) per share.

V. STOCK TRANSFERS - CORPORATION'S RIGHT OF FIRST REFUSAL: No shareholder shall have the right to sell, assign, pledge, encumber, transfer or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at a price to be agreed upon between the offeror and the corporation. If the parties cannot agree as to the value of the shares each party shall select an arbitrator and two arbitrators so selected shall elect a referee. A majority vote of the three shall determine the value. Such offer shall be in writing, signed by the shareholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 30 (thirty) days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of his shares as he may see fit. On the death of any shareholder, the corporation shall have the right to purchase all shares owned by such shareholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each shareholder.

VI. ADDRESS AND REGISTERED AGENT: The street address of the initial registered office of the corporation is: 975 North Collier Boulevard, Marco Island, Florida 34145, and the name of its initial registered agent at such address is: Robin Marettta.

VII. INCORPORATOR: The name and address of the incorporator to these articles is:

Robin Marettta
c/o James Karl & Associates
975 North Collier Boulevard
Marco Island, Florida 34145

VIII. PRINCIPAL OFFICE AND MAILING ADDRESS: The principle office and address of the corporation is the same, to wit:

SOJO Fabric & Accessories, Inc., c/o James L. Karl, II, Esq., 975 North Collier Boulevard, Marco Island, Florida 34145.

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TALLAHASSEE, FLORIDA

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IX. DIRECTORS: The number of directors constituting the initial board of directors of the corporation is two. The name and addresses of the persons who are to serve as the members of the initial board of directors are:

NAME	BUSINESS ADDRESS
Stephen O'Connell	875 Robin Court, Marco Island, Florida 34145
Joanne O'Connell	875 Robin Court, Marco Island, Florida 34145

The corporation shall be managed by the board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

X. AMENDMENT OF ARTICLES OF INCORPORATION: These articles may be amended in the manner provided by law. Every amendment shall be proposed by any shareholder and approved at a duly called shareholders' meeting by a majority of the shareholders entitled to vote thereon.

Robin Maretti
Robin Maretti

The undersigned hereby accepts designation as Registered Agent of the corporation.

Robin Maretti
Robin Maretti

State Of Florida
County Of Collier

The foregoing instrument was acknowledged before me this September 9, 2003 by Robin Maretti.

(Seal)



J. L. Karl
Commission # DD 002962
Expires Feb. 20, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
Signature of Notary

JAMES L. KARL, II
Print, Type or Stamp Name of Notary

☒ Personally known or

☐ Produced the Following Identification:

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TALLAHASSEE, FLORIDA