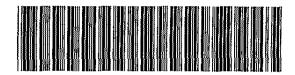
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LAW OFFICES OF KEITH A. SELDIN

PROFESSIONAL ASSOCIATION

KEITH A. SELDIN *

*Florida Supreme Court Certified Civil Mediator MAPLEWOOD PROFESSIONAL CENTER 1934 COMMERCE LANE, SUITE 2 JUPITER, FLORIDA 33458

E-MAIL: kseldin@bellsouth.net

Phone (561) 747-3000 Fax (561) 747-3040

September 9, 2003

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

Attention: Claretha Golden, Document Specialist

New Filing Section

Re: A & B Top & Textile and Supplies, Inc.

Reference Number: W03000022597

Dear Ms. Golden:

This shall confirm my conversation with your supervisor this day, in which she authorized my clients to incorporate the above-referenced corporation, since they are the same individuals that own the similar corporation A & B Top & Textile and Supply, Inc.

Accordingly, upon your receipt of this letter, please file the enclosed Articles of Incorporation immediately for A & B Top & Textile and Supplies, Inc., and return a certified copy of same to me at the above address indicated by return mail.

Should you have any further questions please contact me immediately.

Thank you for your anticipated cooperation.

Sincerely,

KEITH A. SELDIN

KAS/fc Enclosure

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2003 SEP 15 AM 11: 38

JUDINE YARY OF STATE TALLAHASSEE FLORIDA

FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

September 3, 2003

KEITH A. SELDIN, ESQUIRE 1934 COMMERCE LANE SUITE 2 JUPITER, FL 33458

SUBJECT: A & B TOP & TEXTILE AND SUPPLIES, INC.

Ref. Number: W03000022597

We have received your document for A & B TOP & TEXTILE AND SUPPLIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 003A00049167

LAW OFFICES OF KEITH A. SELDIN

PROFESSIONAL ASSOCIATION

KEITH A. SELDIN *

*Florida Supreme Court Certified Civil Mediator MAPLEWOOD PROFESSIONAL CENTER 1934 COMMERCE LANE, SUITE 2 JUPITER, FLORIDA 33458

Phone (561) 747-3000

Fax (561) 747-3040

E-MAIL: kseldin@bellsouth.net

August 27, 2003

Florida Department of State Division of Corporations P.O. Box 6327 Tallassee, Ft. 32314

Attention: Claretha Golden, Document Specialist

New Filing Section

Re: A & B Top & Textile and Supplies, Inc.

Reference Number: W03000022597

Dear Ms. Golden:

I write this letter in response to your letter of August 8, 2003, in which you returned my proposed Articles of Incorporation of A & B Top & Textile and Supplies, Inc., due to the fact that it was too similar to another company, A & B Top & Textile and Supply, Inc.

After receipt of your prior letter and the return of my documents, I telephoned your office, and you were out, however, I did speak with another member of your department who advised that I write this letter.

I am returning the Articles of Incorporation of A & B Top & Textile and Supplies, Inc., which you returned to me along with your letter of August 8, 2003, due to the fact that the owners of A & B Top & Textile and Supply, Inc., F. Philip Chiodo, Jr., and Jacqueline Chiodo, are the same owners of the new corporation to be formed, A & B Top & Textile and Supplies, Inc., and both of my said clients desire to incorporate the new name even though it is very similar to their prior corporation.

Accordingly, upon receipt of this letter and the return of the original and one copy of the Articles of Incorporation, I would request that you kindly file the Articles of Incorporation of A & B Top & Textile and Supplies, Inc., as previously submitted, and return a certified copy of same to me at the above address indicated. As you are aware, you are already in receipt of our filing fee in the amount of \$122.50.

Should you have any questions concerning the return of these documents and the ultimate filing of same, please do not hesitate to contact me.

Thank you for your kind consideration of the above and enclosed.

KEITH A. SELDIN

acerely.

KAS/fc

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FILED

2003 SEP 15 AM 11: 38

FLORIDA DEPARTMENT OF STATE Glenda E. Hood

Glenda E. Hood Secretary of State LECRETARY OF STATE TALLAHASSEE FLORIDA

August 8, 2003

KEITH A. SELDIN, ESQUIRE 1934 COMMERCE LANE SUITE 2 JUPITER, FL 33458

SUBJECT: A & B TOP & TEXTILE AND SUPPLIES, INC.

Ref. Number: W03000022597

We have received your document for A & B TOP & TEXTILE AND SUPPLIES, INC. and your check(s) totaling \$122.50. 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) 245-6973.

Claretha Golden Document Specialist New Filings Section

Letter Number: 403A00045594

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LAW OFFICES OF KEITH A. SELDIN

PROFESSIONAL ASSOCIATION

KEITH A. SELDIN *

*Florida Supreme Court Certified Civil Mediator MAPLEWOOD PROFESSIONAL CENTER 1934 COMMERCE LANE, SUITE 2 JUPITER, FLORIDA 33458

E-MAIL: kseldin@bellsouth.net

Phone (561) 747-3000 Fax (561) 747-3040

August 5, 2003

Florida Department of State DIVISION OF CORPORATIONS 409 E. Gains Street Tallahassee, Florida 32399

Re: A & B TOP & TEXTILE AND SUPPLIES, INC.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for the above referenced corporation. Kindly file the enclosed and return a conformed and certified copy to the undersigned at the above address indicated. Also enclosed herein is a check in the amount of \$122.50, representing payment of your filing fees.

Thank you for kind consideration of the above and enclosed.

Sincerely,

Keith A. Seldin

KAS/fc enclosures

ARTICLES OF INCORPORATION OF A & B TOP & TEXTILE AND SUPPLIES, INC.

FILED 2003 SEP 15 AMII: 38

ARTICLE

TALLAHASSEE FLORIDA

Name

The name of this corporation is:

A & B TOP & TEXTILE AND SUPPLIES, INC.

ARTICLE II

Duration

This corporation shall have perpetual existence.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

This corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE V

Registered Office and Agent

The street address of the registered office of this corporation is 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458, and the name of the registered agent of this corporation at that address is KEITH A. SELDIN.

ARTICLE VI

Board of Directors

This corporation shall initially have two (2) directors. The number of directors may either be increased or diminished from time to time by the bylaws but shall never be less than two (2). The name and address of the initial director of this corporation is:

Jacqueline H. Chiodo 901 N.W. 10th Terrace Fort Lauderdale, Florida 33311

F. Philip Chiodo, Jr. 901 N.W. 10th Terrace Fort Lauderdale, Florida 33311

ARTICLE VII

Incorporator

The name and address of the individual signing these Articles is: KEITH A. SELDIN, 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458.

ARTICLE VIII

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX

Meetings by Conference Telephone

Meetings of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE X

Action by Directors Without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XI

Indemnification

This corporation shall, to the fullest extent permitted by the provisions of the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE XII

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 5th day of August, 2003.

Keith A. Seldin, Incorporator

STATE OF FLORIDA COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this _5th_ day of August, 2003, by KEITH A. SELDIN, who is personally known to me or has produced a Florida Driver's License as identification and who did take an oath.

My Commission Expires:
Yolanda D. Marshall
Commission # DD207968
Expires May 1, 2007
Bonded Thru
Arlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.09, Florida Statutes, the following is submitted:

FIRST: That A & B TOP & TEXTILE AND SUPPLIES, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1934 Commerce Lane, Suite 2, Florida 33458, has named KEITH A. SELDIN, located at 1934 Commerce Lane, Suite 2, Jupiter, Florida 33458, as its agent to accept service of process within Florida.

| Signature: _ | | |
|--------------|-------------------|--|
| | Corporate Officer | |

Title:

Incorporator

Date:

August 5, 2003

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:

Resident Agent

Date: August 5, 2003