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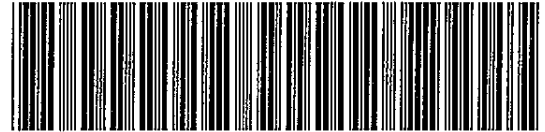
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September 8, 2003

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Incorporation of:

Empire Sufedo INC.

Dear Ladies/Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation concerning the above for filing with your office along with a check in the amount of \$122.50 is enclosed to cover the cost of filing. Please forward the certified copy to my office at your earliest convenience. If you should have any questions, please advise.

Sincerely,

MARK A. BEDNAR, ESQUIRE

MAB/kew
Enclosures

Please return to:
Mark A. Bednar, Esquire

ARTICLES OF INCORPORATION

OF

EMPIRE TUXEDO, INC.

ARTICLE I - NAME

The name of this corporation is: **EMPIRE TUXEDO, INC.**

ARTICLE II - DURATION

The corporation shall exist perpetually commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transaction any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V - PRE-EMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is **3041 Gulf Breeze, Gulf Breeze, Florida 32563**, and the name of the registered agent for this is **LARRY P. GREEN, JR..**

ARTICLE VII - INITIAL BOARD OF DIRECTORS

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TALLAHASSEE, FLORIDA

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws. The names and addresses of the initial directors of this corporation is:

LARRY P. GREEN, JR.	3041 Gulf Breeze Parkway Gulf Breeze, Florida 32563
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JOHN H. SCANLON, JR.	3041 Gulf Breeze Parkway Gulf Breeze, Florida 32563
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ARTICLE VIII - INCORPORATORS

The names and addresses of the person signing these articles is:

LARRY P. GREEN, JR.	3041 Gulf Breeze Parkway Gulf Breeze, Florida 32563
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JOHN H. SCANLON, JR.	3041 Gulf Breeze Parkway Gulf Breeze, Florida 32563
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ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X - SHARES OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following person and in the amount set opposite his name:

LARRY P. GREEN, JR.	51 Shares
JOHN H. SCANLON, JR.	49 Shares

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in

these Articles of Incorporation.

ARTICLE XIII - RESTRICTION OF TRANSFERABILITY OF STOCK

The shares of the capital stock of this corporation shall be issued initially as set forth in Article X. The shares of stock held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

ARTICLE XIV- TAX ARTICLE

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that **EMPIRE TUXEDO, INC.** desiring to organize or qualify under the laws of the State of Florida, has named LARRY P. GREEN, JR., located at **3041 GULF BREEZE PARKWAY, GULF BREEZE FLORIDA, 32563**, as its agent to accept service of process within Florida.

Dated: September 5, 2003


By **LARRY P. GREEN, JR.**
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT


Having been named as registered agent and 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: September 5, 2003.


By LARRY P. GREEN, JR.
Registered Agent


STATE OF FLORIDA)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 5th day of September, 2003 by LARRY P. GREEN, JR., who has produced FL DLG 650 535 741 784 as identification and who did not take an oath.

 Karen E Wiedemann-Clouse
My Commission CC950784
Expires June 28, 2004



NOTARY PUBLIC

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation this 5th day of September, 2003.


JOHN H. SCANLON, JR.

STATE OF FLORIDA)
COUNTY OF ESCAMBIA)

The foregoing instrument was acknowledged before me this 5th day of September, 2003 by JOHN H. SCANLON, JR, who has produced 5545-468-79-2840 as identification and who did not take an oath.

 Karen E Wiedemann-Clouse
My Commission CC950784
Expires June 28, 2004


NOTARY PUBLIC

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