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TALLAHASSEE, FLORIDA

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T. ROBERT ZOCHOWSKI
COUNSELLOR AT LAW

MEMBER D.C., N.J., N.Y. & FL. BAR

November 19, 2003

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

Re: C&M MARTIN, INC.

Dear Sir:

This office represents the incorporator for the captioned corporation. Enclosed is an original and one (1) copy of the Articles of Incorporation, Certificate of Registered Agent, and a check for \$78.75 as filing fee for the certified copy and certificate. Please return the certified copy to this office at Suite 400, 1001 N. U.S. Highway One, Jupiter, Florida 33477, as soon as possible.

If there are any questions, please advise.

Very truly yours,



T. Robert Zochowski

TRZ:sm
Encl.

HAAS BLDG., SUITE 400
1001 N. U.S. HIGHWAY ONE
JUPITER, FLORIDA 33477

561-744-1175

FAX 561-744-6333

P. O. BOX 33

50 PRINCETON-HIGHTSTOWN ROAD
PRINCETON JUNCTION, N.J. 08550

609-799-2111

FAX 609-799-7563

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
C&M MARTIN, INC.**

The undersigned incorporators hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

C&M MARTIN, INC.

The address of the principal office of this corporation shall be 177 U.S. Highway One, P.O. Box 286, Tequesta, Florida 33469, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in the fashion, apparel, design, and manufacturing business; and also this corporation may engage in or transact any and all lawful activities or business permitted and/or licensed 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 5,000 shares of common stock, having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1001 N. U.S. One, Suite 400, Jupiter, FL 33477, and the name of the initial registered agent of the corporation at that address is MICHELE DONNAN MARTIN.

ARTICLE V. TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

*Articles of Incorporation
C&M Martin, Inc.
Page Two*

ARTICLE VII. SPECIAL PROVISION

It is the intent of the Incorporators that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE VIII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The corporation shall have (two) Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Charles W. Martin
177 U.S. Highway One
P.O. Box 286
Tequesta, FL 33469

Michele Donnan Martin
177 U.S. Highway One
P.O. Box 286
Tequesta, FL 33469

ARTICLE IX. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until his/her successor is elected or appointed is:

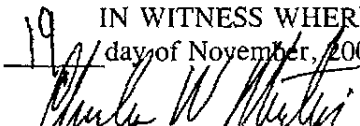

Charles W. Martin - President
Michele Donnan Martin - Secretary-Treasurer

ARTICLE X. INCORPORATION

The name and street address of the incorporators to these Articles of Incorporation are:

Charles W. Martin
177 U.S. Highway One
P.O. Box 286
Tequesta, FL 33469

Michele Donnan Martin
177 U.S. Highway One
P.O. Box 286
Tequesta, FL 33469

19 IN WITNESS WHEREOF, the undersigned ~~has~~ hereunto set their hands and seals this
day of November, 2003.

CHARLES W. MARTIN

MICHELE DONNAN MARTIN

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: C&M MARTIN, INC.
2. The name and address of the registered agent and office is:

Michele Donnan Martin
c/o T. Robert Zochowski, Esq.
1001 N. U.S. One, Suite 400
Jupiter, FL 33477

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 accept the appointment as registered agent and 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.



MICHELE DONNAN MARTIN
Secretary/Treasurer-Registered Agent

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