

P07000002682

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

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07 JAN -4 AM 11:207 JAN -4 PM 3:39

DEPT. OF STATE SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Handwritten signatures and initials, including "1/8" and "WOT".



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 5, 2007

CAPITAL CONNECTION

SUBJECT: HOOD WEAR, INC.
Ref. Number: W07000000710

We have received your document for HOOD WEAR, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address 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) 245-6955.

Suzanne Hawkes
Document Specialist
New Filing Section

Letter Number: 007A00001015

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Headwear, Inc.

Signature _____

Requested by: WL

Name _____

Date 11/14

Time 11:00

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

_____ LTD Partnership File _____

_____ Foreign Corp. File _____

_____ L.C. File _____

_____ Fictitious Name File _____

_____ Trade/Service Mark _____

_____ Merger File _____

_____ Art. of Amend. File _____

_____ RA Resignation _____

_____ Dissolution / Withdrawal _____

_____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

_____ Photo Copy _____

_____ Certificate of Good Standing _____

_____ 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 _____

_____ Courier _____

ARTICLES OF INCORPORATION

OF

HOOD WEAR, INC.

FILED
07 JAN - 4 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation to be formed under the provisions of the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation, to be filed with the Secretary of State of the State of Florida:

ARTICLE ONE

The name of the corporation shall be **HOOD WEAR, INC.**

ARTICLE TWO

The Corporation shall have perpetual existence, unless sooner terminated according to law.
The corporate existence shall commence immediately.

ARTICLE THREE

The general purposes for which the corporation is organized are:

- a) To manufacture and distribute clothing and accessories; and
- b) All other purposes permitted by law.

ARTICLE FOUR

The aggregate number of shares of capital stock that the corporation shall have the authority to issue is one thousand (1,000) shares, with a par value of \$.01 per share. The shares of the

corporation are not to be divided into classes, nor is the corporation authorized to issue shares in series.

ARTICLE FIVE

The name and street address of the initial registered agent and the registered office and principle address of the corporation is as follows:

**TERRY ELLIOTT, SR.
1200 Brickell Avenue, Suite 1480, Miami, FL 33131
MIAMI, FLORIDA 33231**

This is also the mailing address of the corporation.

The corporation shall have the privilege of opening branch offices at an other place within or without the State of Florida, and the Board of Directors may from time to time move the principal office to another address in Florida, pursuant to the procedures prescribed by law.

ARTICLE SIX

The initial Board of Directors of the corporation shall consist of one member who shall serve until his successors are elected and qualified at the first annual meeting of stockholders. The name and address of the initial Director is as follows:

**TERRY ELLIOT, SR.
P.O. BOX 31-0984
MIAMI, FLORIDA 33231**

The Board of Directors consisting of not less than one (1) nor more than seven (7) members shall be elected at the first annual meeting of stockholders and at each annual meeting thereafter. Unless otherwise provided by law, the entire voting power to elect Directors and for all other

purposes shall be vested exclusively in the holders of the outstanding shares of common stock with voting rights of the corporation.

ARTICLE SEVEN

The following named individuals shall be the Officers of the corporation for the first year of its existence, or until their successors are elected by the Board of Directors:

**TERRY ELLIOTT, SR., PRESIDENT
P.O. BOX 31-0984
MIAMI, FLORIDA 33231**

**TERRY ELLIOTT, SR., SECRETARY
P.O. BOX 31-0984
MIAMI, FLORIDA 33231**

ARTICLE EIGHT

The corporation shall have all the powers enumerated for a corporation under the laws of the State of Florida.

ARTICLE NINE

The corporation shall indemnify and hold harmless any and all of its Directors and Officers to the full extent permitted by law.

ARTICLE TEN

The name and address of the incorporator is as follows:

**TERRY ELLIOT, SR.
P.O. BOX 31-0984
MIAMI, FLORIDA 33231**

ARTICLE ELEVEN

The corporation specifically reserves the right to amend, alter or repeal any or all provisions contained in these Articles in the manner now or hereafter prescribed by law.

IN WITNESSED WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Miami, Dade County, Florida, on the 2ND day of January, 2007, and does hereby certify that the facts and matters herein above set forth are true and correct to the best of his knowledge and belief.

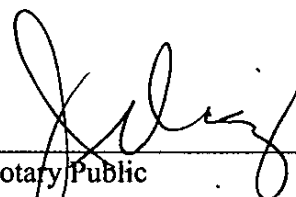

TERRY ELLIOT, SR.

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared TERRY ELLIOT, SR., to me well known to be the person described in and who subscribed these Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein expressed.

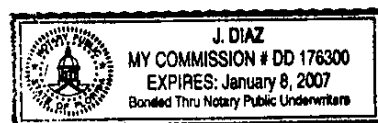
IN WITNESS WHEREOF, I have set my hand and official seal at Miami, Dade County, Florida, this 2nd day of January, 2007.

✓
____ Personally known to me
____ Produced _____
as identification


Notary Public
J. Diaz

Printed Notary Signature

My commission expires:



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named Registered Agent to accept service of process for **HOOD WEAR, INC.**, at the place designated in the Articles of Incorporation herein above set forth, I hereby agree to act in this capacity; and further agree to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a Registered Agent.



TERRY ELLIOTT, SR.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA