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SECRETARY OF STATE ALLAHASSEE, FLORIDA

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Division of Corpora P. O. Box 6327	tions of the second same shows	er er var er i skelige føre i er ev a	The state of the s
Tallahassee, FL 32314			sand in week to
SUBJECT: A&B	Apparel, Inc		
	(PROPOSED CORPORA	TE NAME – <u>MUST INCL</u>	UDE SUFFIX)
	·		
Enclosed are an orig	inal and one (1) copy of the art	icles of incorporation and	a check for:
\$70.00	2 \$78.75	□ \$78.75	□ \$87.50
Filing Fee	Filing Fee	Filing Fee	Filing Fee,
•	& Certificate of Status	& Certified Copy	Certified Copy & Certificate of
		ADDITIONAL CO	Status PY REQUIRED
5.1			
FROM: BI	ake & Associates Sma	All Business Service (Printed or typed)	<u>es </u>
		. ,	
	5433 N. University Dr.	Ste. 124 Address	
	,	Address	
	Lauderhill, FL 33351		
-	City	, State & Zip	
((954) 495-8302		
-	Daytime 1	Felephone number	14-7-14-7-14-1-1-1-1-1-1-1-1-1-1-1-1-1-1

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION OF A&B APPAREL, INC

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of FLORIDA.

ARTICLE I: NAME

The name of the corporation shall be A&B APPAREL, INC.

ARTICLE II: <u>NATURE OF BUSINESS</u>

This corporation may engage in or transact any and all lawful activities or business? The permitted under the laws of the United States, the State of FLORIDA, or any other state, county, 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 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV: ADDRESSES

The initial street address of the corporation shall be: 2040 NW 195th St Opa Locka, FL 33056

The street address of the initial registered office of the corporation shall be: 5433 N. University Dr. Ste. 124 Lauderhill, FL 33351

The name of the initial Registered Agent for the corporation at that address is: Blake & Associates Small Business Services, LLC

ARTICLE V: SPECIAL PROVISIONS

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

ARTICLE VI: TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE VII: LIMITATION OF LIABILITY

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

ARTICLE VIII: SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. However, no director or officer of the corporation shall enter into any contract for the specific economic benefit of that person or person's firm. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

This corporation shall have a minimum of one director. The initial Board of Directors shall consist of:

Albert Booker, Jr. - P/Sec 2040 NW 195th St. Opa Locka, FL 33056

ARTICLE X: INCORPORATOR

The name and address of the incorporator is: Blake & Associates Small Business Services, LLC 5433 N. University Dr. Ste. 124 Lauderhill, FL 33351

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this $\frac{7}{2}$ day of $\frac{34N}{2}$, $\frac{2003}{2}$. Incorporator: Blake & Associates Small Business Services, LLC STATE OF FLORIDA **COUNTY OF BROWARD** The foregoing instrument was executed and acknowledged before me this _____, 20<u>0√</u>, by: day of Jnn Signature of Registered Agent. Signature of Incorporator. NOTARY PUBLIC-STATE OF FLORIDA Notary Public Amar Bachan State of FLORIDA Commission #DD685440 My Commission Expires: _ Expires: JUNE 14, 2011 BONDED THRU ATLANTIC BONDING CO., INC.