

Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 617-6381

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Account Name : EMPIRE CORPORATE KIT COMPANY  
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## FLORIDA PROFIT/NON PROFIT CORPORATION

305 apparel group, inc.

Certificate of Status	0
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ARTICLES OF INCORPORATION  
OF  
**305 APPAREL GROUP, INC.**  
a Florida Corporation

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ARTICLE I-NAME

The name of this Corporation is **305 APPAREL GROUP, INC.**, a Florida Corporation.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of no par value common stock, which shall be designated "Common Shares".

ARTICLE V-REGISTERED OFFICE AND AGENT AND CORPORATE  
ADDRESS

The name and street address of the initial registered office of this Corporation is Jorge E. Rodriguez, 12391 S.W. 130<sup>th</sup> Street, Miami, Florida 33186. The initial corporate address of this corporation is 7795 West Flagler Street, Space No. 25B, Miami, Florida 33144.

ARTICLE VI-INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than ONE (1). The name and address of the initial Director(s) is/are:

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**NAME**

**ADDRESS**

Fidel Asis Lopez

7795 West Flagler Street  
Space No. 25, Miami, Florida 33144

Pedro R. Nunez

7795 West Flagler Street  
Space No. 25, Miami, Florida 33144

**ARTICLE VII-BYLAWS**

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

**ARTICLE VIII-INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE IX- PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE X-INCORPORATOR**

The person signing these articles is Fidel Asis Lopez.

**ARTICLE XI-AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this  
25 day of March, 2008.

  
Fidel Asis Lopez

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**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OR PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this 25 day of March, 2008.

  
Jorge E. Rodriguez

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TALLAHASSEE, FLORIDA

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