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\*\* QUOTATION \*\*

INVOICE # UNIFORM

1/17/95

CAPITAL CONNECTION, INC.  
P.O. BOX 10349

CUSTOMER # VINS01

200001381512  
-01/17/95--01038--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

TALLAHASSEE, FL 32302  
904-224-8870  
CLIENT REF # JW2

CLIENT REP: JULIA WATSON

DOCUMENT FILING W/PC, AM RUSH  
FILE ART WITH PHOTO COPY FOR:  
UNIFORMS, p.r.o., INC.

JAN 17 1995 BSB

FILED  
95 JAN 17 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

95 JAN 17 AM 10:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

UNIFORMS p.r.n., INC.

I. CORPORATE NAME

The name of this corporation is:

UNIFORMS p.r.n., INC.

II. PRINCIPAL OFFICE OR MAILING ADDRESS

The principal place of business and the mailing address of this corporation are:

40186 U.S. Hwy 19 N.  
Tarpon Springs, FL 34689

III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock.

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

VI. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

VII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the initial Registered Agent of this Corporation are:

WILLIAM L. VINSON  
110 S. Levis Ave.  
Tarpon Springs, FL 34689

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

VIII. BOARD OF DIRECTORS.

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

IX. INITIAL DIRECTORS.

The names of the initial directors of this Corporation and their street addresses are:

LORRAINE FISHER  
1126 Lancer Lane  
Tarpon Springs, FL 34689

DOLORES S. SLAWTER  
1004 Beaver Drive  
Tarpon Springs, FL 34689

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until successors are elected or appointed and have qualified, whichever occurs first.

X. RESTRICTIONS ON TRANSFER OF STOCK.

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

Lorraine Fisher	26 shares
Robert Fisher	24 shares
Dolores S. Slawter	26 shares
Richard E. Slawter	24 shares

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

XI. INCORPORATORS.

The names and street addresses of the persons signing these Articles of Incorporation as the Incorporators are:

LORRAINE FISHER  
1126 Lancer Lane  
Tarpon Springs, Fl 34689

DOLORES S. SLAWTER  
1004 Beaver Drive  
Tarpon Springs, Fl 34689

XII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on this 11 day of January, 1995.

Lorraine Fisher

LORRAINE FISHER  
Incorporator

Dolores S. Slawter

DOLORES S. SLAWTER  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged before me this 11th day of January, 1995, by Lorraine Fisher and Dolores S. Slawter, who are personally known to me or who have produced 4th Fla. Driver Lic. as identification.

NOTARY PUBLIC:

sign: Wm. L. Vinson

print: Wm. L. Vinson

State of Florida at Large (Seal)  
My commission expires:



Wm. L. VINSON  
Notary Public, State of Florida  
My Comm. Expires Apr 7, 1998  
No. CC 359178  
Bonded thru Official Notary Services

FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

65 JAN 17 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

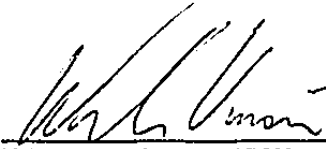
That UNIFORMS p.r.n., INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 40186 U.S. Hwy 19 N., Tarpon Springs, Pinellas County, Florida, has named WILLIAM L. VINSON, located at 110 S. Levis Ave., Tarpon Springs, FL 34689, which is situate in Pinellas County, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named as registered agent and designated to accept service of process for the above Corporation, 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.

Date:

1/11/95

  
WILLIAM L. VINSON  
Registered Agent