

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224 8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

JAN 27 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME \_\_\_\_\_ CK No. \_\_\_\_\_

BY SC \_\_\_\_\_

WALK-IN  
 Will Pick Up 127 110

RE: Timberland Coats, Inc.

Capital Expans

Art. of Amend. Filo

Corp. Record Search

Ltd. Partnership

Foreign Corp. Filo

(Cert. Copy(s))

Art. of Amend. Filo

Dissolution/Withdrawal

C U S-

Fictitious Name Filo

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 Filo

UCC 11 Search

UCC 11 Retrieval

File No.'s, Copies

Courier Service

Shipping/Handling

Phone ( )

Top Priority

Express Mail Prop.

FAX ( ) pgs

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit Invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
TIMBERLAND GATES, INC.

FILED  
95 JAN 27 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Corporation is Timberland Gates, Inc.

ARTICLE II - PURPOSE

Any lawful activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE III - INITIAL REGISTERED OFFICE  
AND AGENT

The principal place of business and the mailing address of the Corporation is 1500 San Remo Avenue, Suite 239, Coral Gables, Florida 33146-3047, and the name of the initial registered agent of this Corporation is Bonnie J. Hughey at 1500 San Remo Avenue, Suite 239, Coral Gables, Florida 33146-3047.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished in time by the Bylaws, but shall never be less than one (1). The name and address of the initial Director of this corporation is:

David F. Young  
1500 San Remo Avenue  
Suite 245  
Coral Gables, Florida 33146-3054

#### ARTICLE VI - INCORPORATOR(S)

The name and address of the person signing these Articles  
{3:

Bonnie J. Hughey  
1500 San Remo Avenue  
Suite 239  
Coral Gables, Florida 33146-3047

#### ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

#### ARTICLE VIII - CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by any stockholder of the Corporation.

#### ARTICLE IX - INDEMNIFICATION

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

#### ARTICLE X - AMENDMENT

The 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 a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE XI - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One Hundred Dollar (\$100.00) par value.

IN WITNESS WHEREOF, the undersigned subscriber Bonnie J. Hughey has executed these Articles of Incorporation, this 26th day of January, 1995.

Bonnie J. Hughey

STATE OF FLORIDA

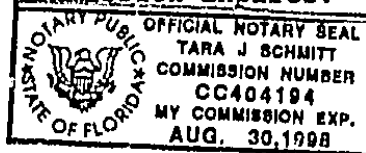
COUNTY OF DADE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Bonnie J. Hughey known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26th day of January, 1995.

Tara J. Schmitt  
NOTARY PUBLIC, State of Florida  
at Large

My Commission Expires:



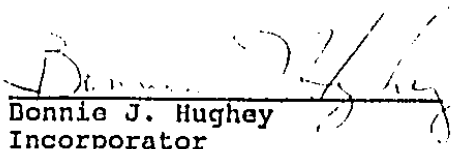
CERTIFICATE DESIGNATING REGISTERED AGENT OR  
REGISTERED OFFICE FOR SERVICE OF PROCESS  
WITHIN THE STATE OF FLORIDA

FILED  
95 JAN 27 AM 10:16  
SECRETARY OF STATE  
FLORIDA

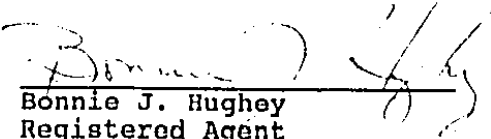
In compliance with Chapter 607.037, Florida Statutes, the following is submitted:

First -- That Timberland Gatos, Inc., with its principal place of business at 1500 San Remo Avenue, Suite 239, Coral Gables, Florida 33146-3047, has named Bonnie J. Hughey, located at 1500 San Remo Avenue, Suite 239, Coral Gables, Florida 33146-3047, as Registered Agent.

The street address of the registered office and the street address of the business office of the registered agent, as shown are identified.

  
Bonnie J. Hughey  
Incorporator

Dated: January 26, 1995

  
Bonnie J. Hughey  
Registered Agent

Dated: January 26, 1995