

# LABRECQUE & COMPANY

813-786-8228, fax 813-789-2021

261 Alternate 19, Suite B, Palm Harbor, FL 34683

P95000011311

February 3, 1995

Division of Corporations - New Filings Section  
Florida Dept. of State  
P.O. Box 6327  
Tallahassee, FL 32314-6327

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-02/08/95--01126--004  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed are the executed Articles of Incorporation for Dunphy Clothiers, Inc.

Please send a notice of the date of filing as well as the document number assigned to this business to the address shown above.

If you have any questions, please contact our office.

Very Truly Yours,  
LaBrecque & Company

*Susan N. LaBrecque*  
Susan N. LaBrecque  
Client Services Manager

Enclosures

cc: Dunphy Clothiers, Inc.

snl/

*Done*  
*2/9/95*

FILED  
95 FEB -8 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

95 FEB -8 PH 3:13

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**DUNPHY CLOTHIERS, INC.**

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

**ARTICLE I**

Name of Corporation

The name of this corporation is:

**DUNPHY CLOTHIERS, INC.**

**ARTICLE II**

General Purpose and Duration

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. The period of duration of this corporation is perpetual.

**ARTICLE III**

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a par value of \$1.00 per share.

#### ARTICLE IV

##### Address

The initial street address of the principal office of this corporation in the state of Florida is:

310 Main Street  
Dunedin, Florida  
34698

#### ARTICLE V

##### Directors

The business of this corporation shall be managed by a Board of Directors. There shall be one (1) Director initially. The number of Directors may be increased, and after such increase, decreased from time to time by bylaws adopted by the shareholders. In no event shall the number of shareholders be less than one.

The name and street address of the member of the first Board of Directors is:

Mark Dunphy  
310 Main Street  
Dunedin, Florida 34698

#### ARTICLE VI

##### Non-Resident Directors

Directors need not be residents of this state or shareholders unless the Articles of Incorporation or By-laws so require.

**ARTICLE VII**

**Incorporator**

The name and address of the person signing the Articles of Incorporation as incorporator is:

Mark Dunphy  
310 Main Street  
Dunedin, Florida  
34698

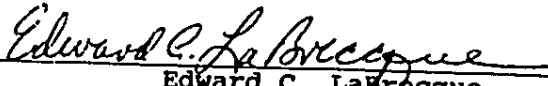
**ARTICLE VIII**

**Registered Agent**

The undersigned, an individual resident of the State of Florida, whose business is:

Edward C. LaBrecque  
261 Alternate U.S. 19  
Palm Harbor, Florida  
34683

does hereby state he accepts appointment as Registered Agent for this corporation.

  
Edward C. LaBrecque

**ARTICLE XI**

**Bylaws**


The power to adopt, alter, amend or repeal bylaws shall be vested in and is hereby reserved to the shareholders. Bylaws shall be adopted, altered, amended or repealed as provided therein.

**ARTICLE X**

**Amendment of Articles**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this 15th day of October, 1994.

  
Mark Dunphy

State of Florida  
County of Pinellas

The foregoing instrument was acknowledged before me this 15th day of October, 1994, by Mark Dunphy, who is personally know to me who did not take an oath.



EDWARD C. LABRECQUE  
My Commission CC-00277  
Expires Aug. 17, 1995  
Bonded by HAI -  
800-422-1655

  
Notary Public

(Seal)