

P950000B2716

M. NEJ,
730 N.G 64^{SH} Apt 306
Miami, FL 33139

OFFICE USE ONLY

EFFECTIVE DATE
4-20-95

400001463234
-04/24/95--01054--011
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 APR 24 PM 12:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

My name
B. REGISTER. APR 26 1995

Examiner's Initials

EFFECTIVE DATE
4-20-95

FILED

95 APR 24 PM 12:50

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
VERITAS INTERNATIONAL CORPORATION**

The undersigned, being of legal age and competent, for the purpose of organizing a corporation pursuant to the laws of the state of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

**ARTICLE I
NAME**

The name of this Corporation shall be **VERITAS INTERNATIONAL CORPORATION**.

**ARTICLE II.
COMMENCEMENT OF CORPORATION EXISTENCE**

This Corporation shall commence corporate existence upon the 20th day of April, 1995, and shall have perpetual existence unless sooner dissolved according to law.

**ARTICLE III.
PURPOSE AND GENERAL POWERS**

The general purpose of this Corporation shall be the marketing sales and distribution of intimate apparel in North America and elsewhere. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporation objectives expressed above.

**ARTICLE IV.
CAPITAL STOCK**

A. Number and Class of Shares Authorized; Par Value.

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows.

Number of Shares Authorized'	Par-Value Per Share	Class of Stock
100,000	\$1.00	Common

The consideration for all of the above stock shall be payable in cash, property (tangible and intangible), labor or services in lieu of cash, unless otherwise prohibited by law, at a just valuation to be fixed by the Board of Directors of the Corporation

B. Voting Rights.

The common Stock shall possess and exercise exclusive voting rights and, at all meetings of the Shareholders, each record holder of such stock shall be entitled to one (1) vote for each share held. Shareholders holding Common Stock shall have no cumulative voting rights in any election of directors of the Corporation.

**ARTICLE V.
DIRECTORS**

this Corporation shall have one Director initially:

MONDHER B. NEJI
780 n.e. 69 Street, Suite 306.
Miami, FL. 33138

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

The number of Directors may be increased or diminished from time to time by the bylaws, and shall never be less than one. the Directors need not be residents of the State of Florida or shareholders of the Corporation.

**ARTICLE VI.
OFFICERS**

The initial officers of the Corporation shall be:

President / Secretary / Treasurer: MONDHER B. NEJI
780 N.E. 69 Street, Suite 306
Miami, FL 33138

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

**ARTICLE VII.
PRINCIPAL BUSINESS OFFICE**

The principal business office of this corporation shall be located at 8216 N.W. 14 Street, Miami, Florida 33126.

**ARTICLE VIII.
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Corporation shall be located at 780 N.E. 69 Street, Suite 306, Miami, Florida 33138, and the registered agent of the Corporation at that address shall be MONDHER B. NEJI. The Corporation may change its registered agent or the location of its registered office or both, from time to time without amendment of these Articles of Incorporation.

**ARTICLE IX.
INCORPORATOR**

The name and street address of the person signing these Articles as Incorporator are:

MONDHER B. NEJI
780 N.E. 69 Street, Suite 306, Miami, FL 33138

**ARTICLE X.
BYLAWS**

Except as otherwise provided by law, the power to adopt, alter, amend, or repeal the bylaws shall be vested in the Board of Directors.

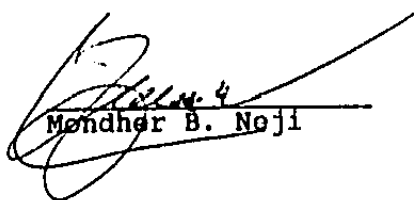
**ARTICLE XI.
INDEMNIFICATION**

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

**ARTICLE XII.
AMENDMENTS**

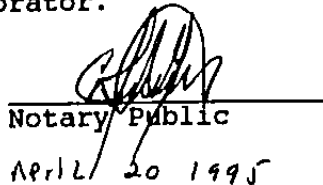
This corporation reserves the rights to amend any provision of this articles of incorporation in the manner provided by law. Any rights conferred up-on shareholders shall be subject to this reservation, rights conferred up-on shareholders, shall be subject to this reservation.

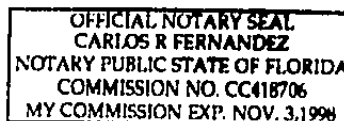
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of March, 1995.


Mondher B. Neji

STATE OF FLORIDA)
)SS
COUNTRY OF DADE)

The foregoing Articles of Incorporation of VERITAS INTERNATIONAL CORPORATION, were acknowledged before me this 1st day of March, 1995, by Mondher Neji, Incorporator.


Notary Public
April 20 1995

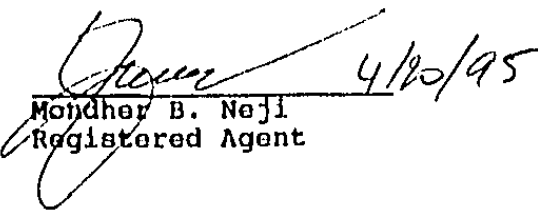


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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I hereby understand and accept all my duties as the registered agent for VERITAS INTERNATIONAL CORPORATION.

 4/20/95
Mondher B. Neji
Registered Agent

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1996.
AMOUNT DUE ON OR BEFORE 8/7/96: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra D. Morbury
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000032716 (9)

1. Corporation Name

VERITAS INTERNATIONAL CORPORATION

Principal Place of Business

Mailing Address

8010 NW 14 STREET
SUITE 300

8010 NW 14 STREET
SUITE 300

One World Trade Plaza

80 S.W. B Street Suite 1800, San Juan, FL 33130

APPROVED
AND
FILED

1996 DEC -2 PM 4:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REINSTATEMENT

3. Date Incorporated or Qualified 04/20/1995	3a. Date of Last Report
4. FEI Number 65-0584527	Applied For Not Applicable
5. Certificate of Status Desired <input type="checkbox"/>	\$0.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 100.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	

2. Principal Place of Business	2a. Mailing Address
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.
22. City & State	27. City & State
23. Zip	28. Zip
24. Country	29. Country

9. Name and Address of Current Registered Agent	10. Name and Address of New Registered Agent
NEJ, MONDHER B 700 NE 60 STREET SUITE 300 MIAMI FL 33136	01. Name 02. Street Address (P.O. Box Number is Not Acceptable) 03. 04. City FL 05. Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1500, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of person or project name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

DATE

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	PSTD <input type="checkbox"/> DELETE	1.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	NEJ, MONDHER B	1.2 NAME	
STREET ADDRESS	700 NE 60 STREET, SUITE 300	1.3 STREET ADDRESS	300002020753--3
CITY-ST-ZIP	MIAMI FL 33136	1.4 CITY-ST-ZIP	-12/05/96--01027--025
TITLE	<input type="checkbox"/> DELETE	2.1 TITLE	****375.00 <input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		2.2 NAME	
STREET ADDRESS		2.3 STREET ADDRESS	
CITY-ST-ZIP		2.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		3.2 NAME	
STREET ADDRESS		3.3 STREET ADDRESS	
CITY-ST-ZIP		3.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		4.2 NAME	
STREET ADDRESS		4.3 STREET ADDRESS	
CITY-ST-ZIP		4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

10/24/96 (305) 358-4000