

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-142-8086

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ACCOUNT NO. : 072100000032

REFERENCE : 586982 82767A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : April 28, 1995

ORDER TIME : 10:0 AM

ORDER NO. : 586982

CUSTOMER NO: 82767A

CUSTOMER: Ms. Fredda Fierro
PAUL M. BLOOMGARDEN, PA

Suite 100a
8551 W. Sunrise Boulevard
Ft. Lauderdale, FL 33322

500001463085
-04/28/95--01002--031
****122.50 ****122.50

DOMESTIC FILING

NAME: APPAREL SERVICES, INC.

SDF

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____

LAW OFFICES
PAUL M. BLOOMGARDEN, P. A.
SUITE 100A
8551 WEST SUNRISE BOULEVARD
FORT LAUDERDALE, FLORIDA 33322

PAUL M. BLOOMGARDEN
ALSO MEMBER NEW YORK BAR
SETH KIMMEL

(305) 370-2222
FAX (305) 370-2211

April 27, 1995

Secretary of State
Corporate Division
P.O. Box 6327
The Capitol
Tallahassee, Florida 32314

Re: Apparel Services, Inc.

Gentlemen:

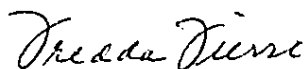
I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following:

Filing fee	\$ 35.00
Certified copy	\$ 52.50
Registered agent fee	<u>\$ 35.00</u>
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,



Fredda Fierro, Secretary to
Paul M. Bloomgarden

PMB:ff
Enc.

50 APR 29 PM 12:20
RECEIVED
SECRETARY OF STATE
CORPORATE DIVISION

ARTICLES OF INCORPORATION
OF
APPAREL SERVICES, INC.

SEP 29 PM 12:20

ARTICLE I - NAME

The name of this Corporation is APPAREL SERVICES, INC.

ARTICLE II - DURATION

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

ARTICLE III - PURPOSE

This Corporation is organized for the following purposes:

A. To manufacture, construct, fabricate, buy, sell, import, export, and otherwise deal in and with clothing of all kinds, for men, women, and children, of natural and synthetic fibers; to manufacture or otherwise obtain thread, buttons, fittings, and similar accessories for use in such endeavor; to obtain, and dispose of supplies, materials, tools, machinery, appliances, and apparatus necessary or useful in such manufacture; and to design, manufacture, and sell, new styles and models of clothing.

B. To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which this Corporation is organized and any and all acts amendatory thereof and supplemental thereto.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of One (\$1.00) Dollar par value common stock.

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is Suite 100A, 8551 West Sunrise Boulevard, Fort Lauderdale, Florida 33322 and the name of the initial registered agent of this corporation at that address is Paul M. Bloomgarden.

ARTICLE VII - INITIAL MAILING ADDRESS

The initial mailing address of this corporation is:

8551 W. Sunrise Boulevard
Suite 100A
Ft. Lauderdale, FL 33322

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have four directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

Sandy Lipson
9325 S. W. 108 Street
Miami, FL 33176

Ross Nadelman
19101 Mystic Point Drive
Unit 1511
Aventura, FL 33180

Jerome Levy
476 Cameron Drive
Ft. Lauderdale, FL 33326

Neal Bira
12084 S. W. 1st Street
Coral Springs, FL 33071

ARTICLE IX - INCORPORATOR

The name and address of the incorporator signing these Articles is:

Fredda Fierro
8551 W. Sunrise Boulevard
Suite 100A
Ft. Lauderdale, FL 33322

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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 are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 27th day of April, 1995.



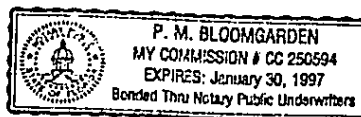
FREDDA FIERRO, Incorporator

STATE OF FLORIDA)
 SS
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 27th day of April, 1995 by FREDDA FIERRO who is personally known to me or who has produced her Florida drivers license as identification and who did take an oath.



Notary Public



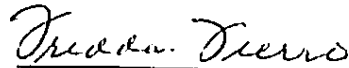
DESIGNATION OF REGISTERED AGENT

FOR

APPAREL SERVICES, INC.

In compliance with Section 48.091, Florida Statutes, APPAREL SERVICES, INC. desiring to organize and qualify under the laws of the State of Florida, hereby names PAUL M. BLOOMGARDEN, located at Suite 100A, 8551 W. Sunrise Boulevard, Ft. Lauderdale, Florida 33322 as its agent to accept service of process within Florida.

DATED: April 27, 1995



FREDDA FIERRO, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: April 27, 1995



PAUL M. BLOOMGARDEN, Registered Agent

APR 27 1995 12:20