

P95000040620

May 2, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/03/95--01022--004
****122.50 ****122.50

Gentlemen:

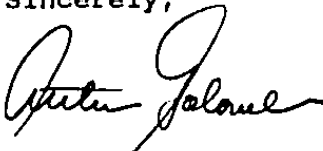
Enclosed find the Articles of Incorporation of Bee Gee Industries, Inc., which were executed on May 2nd, 1995. Also, please find a check for \$122.50 to cover incorporation charges.

Please mail any correspondence to:

Arthur Golomb
1035 East 32 Street
Hialeah, Florida 33013

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,



Arthur Golomb

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55 MAY 23 PM 3:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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0095-9976



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 17, 1995

ARTHUR GOLOMB
1035 E. 32ND ST.
HIALEAH, FL 33013

SUBJECT: BEE GEE, INC.
Ref. Number: W9500009976

We have received your document for BEE GEE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 495A00025431



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 11, 1995

ARTHUR GOLOMB
1035 E. 32ND ST.
HIALEAH, FL 33013

SUBJECT: BEE GEE INDUSTRIES, INC.
Ref. Number: W9500009976

We have received your document for BEE GEE INDUSTRIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions concerning the filing of your document, please call (904) 487-6931.

Steven Godfrey
Corporate Specialist

Letter Number: 595A00023940

ARTICLES OF INCORPORATION

OF

~~BEEGEE SPORTSWEAR, INC.~~

BEEGEE

SPORTSWEAR, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, by these articles form a corporation for profit, pursuant to the laws of the State of Florida.

BEEGEE SPORTSWEAR, INC.

FIRST: The name of the corporation is ~~BEEGEE SPORTSWEAR, INC.~~

SECOND: The period of duration of the corporation is perpetual.

THIRD: The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted under the laws of the State of Florida and the United States of America.

FOURTH: The aggregate number of share of Capital Stock which the Corporation has authority to issue is 5,000 (five thousand), all of which shall be one class of common stock having a par value of \$1.00 each.

FIFTH: The address of its initial registered office is 1035 East 32 Street, Hialeah, Florida 33013, and the name of the initial register agent at such address is Arthur Golomb.

SIXTH: The initial board of directors will consists of two directors, whose names and address are, (P. Sec.) Arthur Golomb, 1035 East 32 Street Hialeah, Florida 33013 and (V.P., Treasurer) Victor Borimonoff 1035 East 32 Street Hialeah, Florida 33013. 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.

SEVENTH: The name and address of the incorporator is Arthur Golomb, 1035 East 32 Street Hialeah, Florida 33013.

EIGHTH: Preemptive Rights shall be as follows: Each shareholder of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued stock of the corporation convertible into or carrying a right to subscribe to acquire shares of any such unissued stock.

NINTH: The initial street address of the principle office of the Corporation in the State of Florida is, 1035 East 32 Street Hialeah, Florida 33013.

TENTH: The Corporation shall indemnify Incorporators, Officers and Directors to the full extent permitted by law

ELEVENTH: a. The Corporation adopts all contracts made on its behalf by the before-mentioned incorporate..

b. The Corporation authorizes its directors to reimburse the before-mentioned incorporator for any and all expenses incurred on behalf of the Corporation, prior to its incorporation and for any and all expenses incurred in the organization and formation of the Corporation.

c. The directors of this Corporation shall have the sole discretion to determine the expenses for which the before-mentioned incorporator shall be reimbursed.

TWELFTH: The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to the Articles of Incorporation. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation of ~~Bee See Industries, Inc.~~ this 2nd. day of May, 1995.

BEE-GEE SPORTSWEAR, INC.

Arthur Golomb
Arthur Golomb
INCORPORATOR

STATE OF FLORIDA:

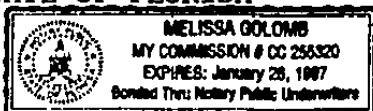
:SS

COUNTY OF DADE :

ON THIS 2nd. day of May, 1995, before me, a notary public duly authorized in the state of Florida, County of DADE, personally appeared Arthur Golomb known to me to be the person described and who subscribed the above Articles of Incorporation, and who acknowledged that he executed the Articles of Incorporation for the purpose contained herein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year aforesaid.

Melissa Golomb
NOTARY PUBLIC
STATE OF FLORIDA



*personally
known
to me.*

CERTIFICATE DESIGNATING THE ADDRESS
AND AGENT UPON WHOM PROCESS MAY SERVED

BEERES SPORTSWEAR, INC. (225)
~~BEERES SPORTSWEAR, INC.~~, Inc., desiring to organize as a Corporation for Profit under the laws of the State of Florida, which will have its principal office in Florida, has named Arthur Golomb, located at 1035 East 32 Street, CITY OF Hialeah, COUNTY OF DADE, STATE OF FLORIDA, 33013, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-described corporation, at the place designated in this certificate, I agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I specifically accept the duties and obligations prescribed by Section 607.325, Florida Statutes.

Arthur Golomb, REGISTERED AGENT

DATED

STATE OF FLORIDA: :SS
COUNTY OF DADE :

SWORN TO AND SUBSCRIBED this 2nd. day of May, 1995.

NOTARY PUBLIC/DATE



personally known
to me.

FILED
95 MAY 23 PM 3:12
SECRETARY OF STATE
TALLAHASSEE FLORIDA