

Telephone
Orlando (407) 841-7698
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JAMES P. KELAHER



A Professional Association

Barnett Bank Center
390 N. Orange Ave., Suite 1500
Orlando, Florida 32801

Please Reply To:
Post Office Box 944
Orlando, Florida 32802

June 16, 1995

Secretary of State
Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

600001518586
-06/19/95--01046--001
***122.50 ***122.50

Dear Sir or Madam:

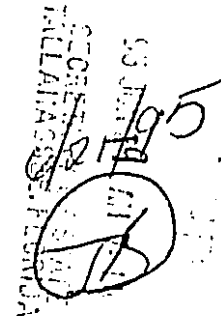
Enclosed please find three copies of the Articles of Incorporation, one original and two photocopies. The name of the corporation is to be MATCH-UP SPORTSWEAR, INC.

Additionally, please find a check enclose in the amount of \$122.50, to cover the cost for this service.

Kindest regards,


James P. Kelaher

JPK/lr
enc.



ARTICLES OF INCORPORATION

MATCH-UP SPORTSWEAR, INC.

ARTICLE I

The name of the corporation is:

MATCH-UP SPORTSWEAR, INC.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

The general purposes for which the corporation is organized are:

1. To engage in the business of general retail sales.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade, business or investments which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

55 JUN 29 AM 7:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is one hundred (100); such shares shall be of a single class, and shall have a Par Value of One Dollar (\$1.00) per share.

ARTICLE V

The physical address of the initial office of the corporation is 145 S. Orlando Avenue, Maitland, FL 32751, the mailing address being the same, and the name of the initial registered agent is Timothy S. Burtrum, whose address is 145 S. Orlando Avenue, Maitland, FL 32751.


ARTICLE VI

The number of directors constituting the initial board of directors of the corporation are two (2). The name and address of each person who is to serve as a member of the initial board of directors are Timothy S. Burtrum 145 S. Orlando Avenue, Maitland, FL 32751, and Renae F. Burtrum 145 S. Orlando Avenue, Maitland, FL 32751. The officers and directors intend for the corporation to qualify as a Sub-Chapter S. corporation under the Internal Revenue Code, Section 1372.

ARTICLE VII


The name and address of each incorporator of the corporation is Timothy S. Burtrum, 145 S. Orlando Avenue, Maitland, FL 32751.

Executed by the undersigned at Orlando, Florida, on this, the 14th day of June, 1995.



Timothy S. Burtrum
Incorporator

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Timothy S. Burtrum
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, and officer duly authorized in the State aforesaid and in the County of aforesaid to take acknowledgments, personally appeared **TIMOTHY S. BURTRUM**, who is the person described in and

who executed the foregoing Articles of Incorporation as the
Incorporator, and he acknowledged to and before me that he executed
the same for the uses and purposes therein mentioned and set forth.

IN WITNESS THEREOF, I have hereunto set my hand and seal
at Orlando in Orange County and the State of
Florida this, the 15th day of June, 1995.

 Personally known to me,
✓ who has produced Driver's License as identification;
✓ who did not take an oath;
 who did take an oath;



OFFICIAL NOTARY SEAL
LINDA O. ROMEA

(NOTARY SEAL)

Linda O. Romea
Notary Public, State of Florida

Name printed: Linda O. Romea
My Commission Expires: 6-13-97