

REFERENCE : 632544 9052A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : August 2, 1995

ORDER TIME : 9:48 AM

ORDER NO. : 652544

CUSTOMER NO: 9052A

CUSTOMER: Robert W. Darnoll, eaq

DAVIS PERSSON SMITH & DARNELL

Suite 406

2033 Main Street Saragota, FL 34237

#### DOMESTIC FILING

PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carol M. Hensal

EXAMINER'S INITIALS:

T. BROWN AUG - 2 1995

## Davis, Persson, Smith & Darnell

Attorneys and Counselors At Law A Partnership of Professional Associations 2033 Main Street, Suite 406 Sarasota, Plorida 34237 Telephone (941) 365-4950 Paesimile (941) 365-3259

Robert P. Rosin Of Counsel

David D. Davis\* David P. Persson Kevin P. Smith Robert W. Darnell Barbara B. Levin Barry R. Lewis, Jr.

\* Also licensed to practice in Illinois
- Qualified in Administrative and Covernmental Law ander

 Qualified in Administrative and Governmental Caw scaler the Plotida Designation Plans
 Also licensed to practice in Louisiana and Massachusetts

August 1, 1995

1304-1

Dopartment of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: Authentic Silk Imports, Inc.

Dear Sir or Madam:

Enclosed please find original and duplicate of Articles of Incorporation for the above referenced Corporation, together with a check in the amount of \$122.50 to cover the following:

Filing of the Articles \$35.00 Certified Copy of the Articles 52.50 Registered Agent 35.00

We would appreciate your returning to us the certified copy of the Articles of Incorporation via the CIS COURIER.

DAVIS, PERSSON, SMITH & DARNELL

Robert W. Darnell

RWD:cw Enclosures

95 AUG -2 Fit 3:38
St Charles Fit 3:38
LALLAL SISTER SIDA

# ARTICLES OF INCORPORATION OF

AUTHENTIC SILK IMPORTS, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

#### ARTICLE I - NAME

The name of this Corporation is:

AUTHENTIC SILK IMPORTS, INC.

## ARTICLE II - TERM OF EXISTENCE

This Corporation is to exist perpetually.

## ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

## ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is

5,000 Shares of Common Stock having a par value of \$.01 per share.

## ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 1654 Blakemore Lane, Sarasota, Florida 34231.

# ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1654 Blakemore Lane, Sarasota, Florida 34231 and the registered agent at such office is P. Douglas Mair.

## ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially.

The number of Directors may be changed from time to time by

Bylaws adopted by the Shareholders. The name and address of each

member of the first Board of Directors is:

P. Douglas Mair 1654 Blakemore Lane Sarasota, FL 34231

Charles Merlo 6926 N. Willow Avenue Tampa, FL 33604

# ARTICLE VIII - SHAREHOLDER'S PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights and each holder of common stock of this Corporation shall have the first

right (subject to adjustments to avoid the issuance of fractional shares) to purchase any unissued or treasury shares of the Corporation which from time to time may be issued (whether or not presently authorized), in the ratio that the number of shares of the common stock held at the time of the issue bear to the total number of shares of common stock outstanding. This right is waived by any holder of common stock who does not exercise it and pay for the stock preempted within thirty (30) days of his receipt of a written notice from the Corporation inviting him to exercise the right.

#### ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

## ARTICLE X - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

P. Douglas Mair 1654 Blakemore Lane Sarasota, FL 34231

The undersigned has executed these Articles this \_\_\_\_\_ day or <u>Clugaret</u>, 1995.

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for AUTHENTIC SILK IMPORTS, INC. at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions 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 P. DOUGLAS MAIR, Registered Agent ALLAMASSEE BY Registered Agent.

(RWD:cw\c:\1304\AOL)