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Charte Number City

8-8-95 Office

Levy & Levy
Requestor's Name
1550 Miami Gardens Blvd
Address
North Miami Beach, FL 33179
City State ZIP Phone
945-6401

95 APR 10 11:10

REGISTRATION ONLY

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****122.50 ****122.50

CORPORATION(S) NAME

GLUCKMAN Textiles, INC.



DEPT. OF STATE
Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> Foreign	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

8/10/95
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ARTICLES OF INCORPORATION
OF
GLUCKMAN TEXTILES, INC.

ARTICLE I
CORPORATE NAME

The name of this corporation is : GLUCKMAN TEXTILES,
INC.

ARTICLE II
NATURE OF BUSINESS AND POWERS

The purpose of the business to be transacted by this
corporation is for the operation of textile sales.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this
corporation is authorized to issue and have outstanding is 1,000
shares of common stock having a par value of \$1.00 per share. Said
stock shall be paid for in lawful money of the United States or in
property, labor, or services, providing that when said stock is
paid for in or by property, labor or services, the just value
thereof shall be fixed by the Board of Directors in the manner
provided for by the Statutes and the By-Laws, and stock shall be
issued in accordance with the value so fixed.

All stock shall be paid for when issued on such terms and
conditions and in such installments as the Board of Directors shall
determine.

**ARTICLE IV
TERM OF EXISTENCE**

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

**ARTICLE V
RESIDENT AGENT AND INITIAL REGISTERED OFFICE
AND PLACE OF BUSINESS**

That GLUCKMAN TEXTILES, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at the City of Miami, County of Dade, State of Florida, has named Herbert Gluckman, as its Resident Agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

1515 N.W. 167th Street
Miami, FL 33169

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI
BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders but shall never be less than two (2).

**ARTICLE VII
INITIAL DIRECTORS**

The name(s) of the initial director(s) as well as the anticipated office of this corporation and street address is:

Herbert Gluckman
Susan Gluckman
1515 N.W. 167th Street
Miami, FL 33169

The person(s) named as initial director(s) shall hold office for the first year of existence of this corporation until a successor is elected or appointed and has qualified, whichever occurs first.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Herbert Gluckman
1515 N.W. 167th Street
Miami, FL 33169

**ARTICLE IX
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless the directors and all of the

stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

**ARTICLE X
MANAGEMENT AND VOTING**

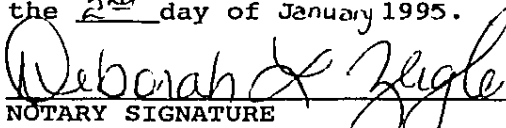
Upon the election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation without the need of further authorization from the stockholders, except as provided by law; all stockholders shall be entitled to vote, whether said stock shall be fully or partially paid, unless otherwise determined by the Board of Directors or before the time of issuance thereof.

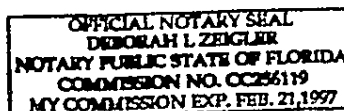
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 2nd day of January, 1995.


HERBERT GLUCKMAN, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared HERBERT GLUCKMAN to me known to be the person described as Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me, that he subscribed to these Articles of Incorporation on the 2nd day of January 1995.


NOTARY SIGNATURE
Deborah L. Zeigler
PRINTED NAME OF NOTARY



ACKNOWLEDGMENT OF RESIDENT AGENT:

Having been named to accept service of process for the above stated corporation, at place designated herein, I heroby accept to act in this capacity, and agree to comply with the provisions of law relative to keeping open said office.

By: Herbert Gluckman
HERBERT GLUCKMAN
RESIDENT AGENT