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8/17/95 FLORIDA DIVISION OF CORPORATIONS 4:47 PM
PUBLIC ACCESS SYSTEM

((H95000009101))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: ACE INDUSTRIES, INC.
DEPARTMENT OF STATE 34 NW 11TH ST
STATE OF FLORIDA

409 EAST GAINES STREET MIAMI FL 33136-2890311-
TALLAHASSEE, FL 32399 CONTACT: LYNN FRIEDMAN
FAX: (904) 922-4000 PHONE: (305) 358-2571
FAX: (305) 358-7832

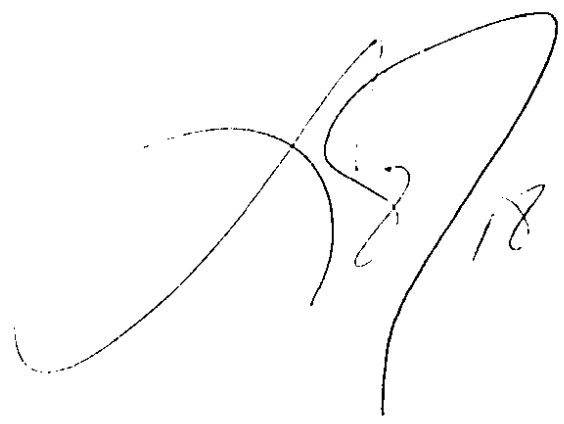
((H95000009101))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: SUGARMILL CLOTHING CORP.

FAX AUDIT NUMBER: H95000009101 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/17/1995 TIME REQUESTED: 13:47:26
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 070744001530

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FILED
05 AUG 18 2011 08
TALLAHASSEE, FLORIDA

01:46 PM 01/07/95
GRABER

H95-09101

ARTICLES OF INCORPORATION
OF
SUGARMILL CLOTHING, CORP.

FILED
RECEIVED MAR 10 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and does hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

The name of the Corporation shall be:
SUGARMILL CLOTHING, CORP.

ARTICLE II

DURATION

This Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

H95-09101
ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
312.552.0474

H95-09101

ARTICLE III

PURPOSE AND POWER

This Corporation is organized for the purpose of engaging in all lawful businesses permitted to a corporation organized under the Florida General law, Chapter 607, Florida Statutes.

ARTICLE IV

CAPITAL STOCK AND DIVIDENDS

The amount of capital stock authorized shall consist of One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share payable in lawful money of the United States of America or in other property, tangible or intangible, or in labor or services actually performed for the Corporation at a just valuation to be fixed by the Board of Directors or the shareholders of this Corporation. The capital stock of the Corporation may at any time be increased or decreased as provided by the laws of Florida.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash or in property solely out of the unreserved and unrestricted earned surplus for the Corporation, and dividends payable in shares of the capital stock of the Corporation solely out of any unreserved and unrestricted surplus of the Corporation, as provided by Florida law.

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ARTICLE V

SHARES NOT TO BE DIVIDEND INTO CLASSES

The shares of capital stock of the Corporation are not be divided into classes.

ARTICLE VI

NO SHARES ISSUED IN SERIES

The shares of the capital stock of the Corporation are not to be issued in series.

ARTICLES VII

VOTING RIGHTS

Each holder of the par value common stock shall at every meeting of the stockholders be entitled to one vote for each share of the par value common stock of the Corporation standing in his name at the time of the close of the transfer book before such meeting or as otherwise provided by law.

ARTICLE VIII

PRE-EMOTIVE RIGHTS

Each shareholder shall have 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 at the price at which it is offered to others.

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ARTICLE IX

INITIAL CORPORATE ADDRESS AND
INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation is 780 N.W. LE JEUNE ROAD SUITE 516, MIAMI, FLORIDA 33126. The street address of the initial registered office of this Corporation is 780 N.W. LE JEUNE ROAD SUITE 516, MIAMI, FLORIDA 33126 and the name of the initial registered Agent of this Corporation is ANTONIO VARGAS.

ARTICLE X

INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of directors may be either increased or decreased, from time to time, by action in accordance with the provisions of the Bylaws. The name and address of the initial Directors of this Corporation is:

ANTONIO VARGAS

780 N.W. LE JEUNE ROAD
SUITE 516
MIAMI, FL 33126

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ARTICLE XI
OFFICERS

The name and address of the Officers of the Corporation, who subject to the provisions of this certificate of incorporation and bylaws, and the general corporation laws of the State of Florida shall hold office for the first year of the Corporation's existence, or until his successor is elected and has qualified, is as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
1. ANTONIO VARGAS	PRESIDENT SECRETARY & TREASURER	780 N.W. LE JEUNE ROAD SUITE 516 MIAMI, FL 33126

ARTICLE XII
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

1. ANTONIO VARGAS	780 N.W. LE JEUNE ROAD SUITE 516 MIAMI, FL 33126
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ARTICLE XIII
INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Law.

ARTICLE XIV
AMENDMENT

Unless otherwise set forth herein, the Corporation reserves the right in accordance with the Florida General Corporation Law, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

ARTICLE XV
MEETINGS

Meetings of the Incorporators, of the Shareholders and of the Directors of the Corporation, for all purposes, may be held at any place, either inside or outside of the State of Florida.

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IN WITNESS WHEREOF, the above-name incorporators have executed these Article of Incorporation this 14TH DAY OF AUGUST, 1995.

STATE OF FLORIDA)

COUNTY OF DADE)^{SS:}

BEFORE ME, the undersigned officer, this day personally appeared ANTONIO VARGAS, to me well known to be the person described herein who subscribed before me that they executed said Articles of Incorporation for the uses and purposes therein expressed.



ANTONIO VARGAS
Incorporator

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DESIGNATING REGISTERED AGENT AND OFFICE

IN COMPLIANCE WITH SECTION 48.091 and 607.034 FLORIDA
STATUTES, AS MAY BE AMENDED, THE FOLLOWING IS SUBMITTED.

That ANTONIO VARGAS, desiring to organize or qualify
under the law of the State of Florida, as a Corporation by the name
of SUGARMILL CLOTHING, CORP., with its principal office at 782 N.W.
LE JEUNE ROAD, SUITE 516, MIAMI, FLORIDA 33126 have named ANTONIO
VARGAS, OF 780 N.W. LE JEUNE ROAD, SUITE 516, MIAMI, FLORIDA 33126,
as its Registered Agent to accept Service of Process within the
State of Florida.

Having been named to accept Service of Process for the
above Corporation, at the place designated in its 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
performance of my duties.


ANTONIO VARGAS
Register Agent

FILED
95 AUG 18 AM 11:08
SEC. OF STATE
TALLAHASSEE, FLORIDA

H95-09101

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
SANCHEZ, B. Morlham
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

96 NOV 25 AM 10:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000063969

1. Corporation Name

SUGARMILL CLOTHING, CORP.

Principal Place of Business

700 N.W. LE JEUNE ROAD
SUITE 516
MIAMI FL 33126

Mailing Address

700 N.W. LE JEUNE ROAD
SUITE 516
MIAMI FL 33126



If above addresses are incorrect in any way, line through incorrect information and enter correction below

2. New Principal Office Address, If Applicable

3. New Mailing Office Address, If Applicable

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

4. Date Incorporated or Qualified
To Do Business in Florida

08/18/1995

5. FEI Number

65-0606503

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

\$6.75 Additional Fee required
for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
PSTD	VARGAS, ANTONIO	700 N.W. LE JEUNE ROAD SUITE 516	MIAMI FL 33126
PSTD	LEE ADES	108 West 39 St.	New York, NY 10018

REINSTATEMENT 1996
G. Ades
11-25-96

8. Name and Address of Current Registered Agent

VARGAS, ANTONIO
780 N.W. LE JEUNE ROAD
SUITE 516
MIAMI FL 33126

9. Name and Address of New Registered Agent

Name

600002016576--1

Street Address (P.O. Box Numbers Not Accepted) 12/02/96--01007--004

Suite, Apt. #, Etc.

****375.00 ****375.00

City

State

Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Antonio Vargas

REGISTERED AGENT MUST SIGN

Date 10/22/96

11. Does this corporation pay any intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and correct, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Lee Ades

9/30/96

Date

Daytime Phone #

212921-2172

CR0040 (7/96)