

1595000000450

1-2-96

Florida

Salvador V. Gonzalez

Requester's Name

1177 Kane Consensus #104

Address

Bay Harbor Islands FL 33157

City

State

Zip

Phone

865-9821

VERIFICATION ONLY

300001676609  
-01703/96--01011--018  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

PERFECTION APPAREL INDUSTRIES INC.

RECEIVED  
96 JAN -3 AM 9:43  
DIVISION OF CORPORATION  
FILED  
96 JAN -3 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

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

CR2E031 (R8-85)

APPROX  
1394

ARTICLES OF INCORPORATION  
OF

PERFECTION APPAREL INDUSTRIES, INC.

FILED

96 JAN -3 AM 11:26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, in order to form a corporation under and pursuant to the provisions of an act of the Legislature of the State of Florida, do hereby subscribe to these Articles of Incorporation.

1.

The name and address of the corporation is:

PERFECTION APPAREL INDUSTRIES, INC.  
1177 Kane Concourse, Suite 101  
Bay Harbor Islands, Florida 33154

2.

The duration of the corporation shall be perpetual.

3.

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

4.

The aggregate number of shares which the corporation shall have the authority to issue shall be:

(a) 10,000 shares of common voting stock \$1.00 par value.

5.

The Registered Agent and his address is as follows:

JAMES R. SABATINO  
1177 Kane Concourse, Suite 104  
Bay Harbor Islands, Florida 33154

6.

The Board of Directors shall consist of one or more individuals, with the number specified in, or fixed in accordance with, its By-Laws. The number of Directors may be increased, or decreased from time to time by amendment to, or in the manner provided in, the By-Laws.

7.

The name and post office address of the original subscriber to these Articles is:

JAMES R. SABATINO  
1177 Kane Concourse, Suite 104  
Bay Harbor Islands, Florida 33154

7(a).

The name of the initial officers and directors are:

JAMES R. SABATINO, President/Secretary/Director

8.

This corporation shall have the initial officers herein listed and may have any other officers so described in its By-Laws, who will be appointed by the existing officers or the Board of Directors.

Each officer has the authority and shall perform the duties set forth in the By-Laws or, to the extent consistent with the By-Laws, the duties prescribed by the Board of Directors or by the direction of any officer authorized by the By-Laws or the Board of Directors to prescribe the duties of the officers.

9.

This Corporation may in its By-Laws confer powers upon its Directors, in addition to any other powers and authorities conferred upon them by Statutes.

10.

Both Stockholders and Directors of this Corporation Shall have the power to hold their meetings, and to have one or more offices, within or without the State of Florida.

11.

These Articles of Incorporation of this Corporation may be amended, changed, altered, or repealed in the manner now or hereafter prescribed by Florida Statutes and all rights conferred upon the Stockholders herein are granted subject to this reservation.

I, the undersigned being all of the undersigned subscribers to the capital stock, as recited herein, do make, subscribe and acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have heretofore set my hand and seal, this 2nd day of January, 1996.

  
JAMES R. SABATINO

(Seal)

STATE OF FLORIDA     )  
                              )  
COUNTY OF DADE     )

SS:

I HEREBY CERTIFY that on this 2nd day of January,  
1996, before me personally appeared JAMES R. SABATINO,  
to me well known to be the subscriber described herein, and who  
signed the foregoing Certificate of Incorporation and who  
acknowledged before me that he signed, sealed and delivered same  
for the uses and purposes herein expressed.

IN WITNESS WHEREOF, I have hereunto set my official hand and  
seal at Dade County, State of Florida, the day and year  
first above written.

☒ Personally known to me, or

☐ Produced Identification: \_\_\_\_\_

Sally Spindel  
NOTARY PUBLIC, State of  
Florida at Large

SALLY SPINDEL  
Printed Name of Notary

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

PERFECTION APPAREL INDUSTRIES, INC.

In pursuance of Chapter 607.0501, Florida Statutes, the  
following is submitted in compliance with said Act:

FIRST---That PERFECTION APPAREL INDUSTRIES, INC.,  
desiring to organize under the laws of the State of Florida with  
its principal office, as indicated in the Articles of  
Incorporation at the Town of Bay Harbour Islands, County of  
Dade, State of Florida, has named JAMES R. SABATINO,  
located at 1177 Kane Concourse, Suite 104, Bay Harbor Islands,  
County of Dade, State of Florida, as its agent to  
accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the  
above-stated corporation, at place designated in this  
certificate, I hereby accept to act in this capacity, and agree  
to comply with the provision of said Act relative to keeping open  
said office.

By: 

JAMES R. SABATINO  
(Registered Agent)

FILED  
96 JAN -3 PM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96000000450

SABATINO & SPINDEL P A  
ATTORNEYS AT LAW  
1177 KANE CONCOURSE SUITE 104  
DAY HARBOR ISLANDS (MIAMI BEACH) FLORIDA 33154

200001694842  
-01/22/96--01081--004  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A. Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 2/2

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB - 1 AM 10:57



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 25, 1996

SABATINO & SPINDEL, P.A.  
117 KANE CONCOURSE  
SUITE 104  
BAY HARBOR ISLANDS, FL 33154

SUBJECT: PERFECTION APPAREL INDUSTRIES, INC.  
Ref. Number: W96000001861

We have received your document for PERFECTION APPAREL INDUSTRIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

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) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 296A00003250

RECEIVED  
96 FEB - 1 AM 6:31  
DIVISION OF CORPORATIONS



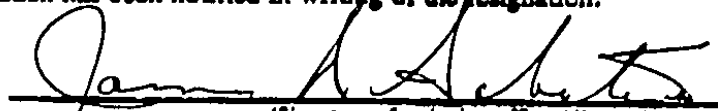
Florida Department of State; Sandra B. Mortham, Secretary of State

**OFFICER / DIRECTOR RESIGNATION**

I, JAMES R. SABATINO, hereby resign as President/Secretary/Director  
(Title)  
of PERFECTION APPAREL INDUSTRIES, INC.  
(Name of Corporation)

a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.

  
(Signature of resigning officer/director)  
JAMES R. SABATINO

DATED: January 3, 1996

FILING FEE IS \$35.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB - 1 AM 10:57

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

P96000000450

SABATINO & SPINDEL, P.A.

ATTORNEYS AT LAW

1177 KANE CONCOURSE - SUITE 104

DAY HARBOR ISLANDS (MIAMI BEACH), FLORIDA 33154

JAMES R. SABATINO

BALLY SPINDEL

JAMES E. DOYLE (1923-1982)

TELEPHONE

305 • 865-0831

January 19, 1996

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

000001694940  
-01/22/96--01081--004  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

RE: PERFECTION APPAREL INDUSTRIES, INC.

Dear Sir:

Enclosed please find original Officer/Director Resignation and Articles of Amendment to Articles of Incorporation of the above-captioned corporation. Also enclosed is our check to your order to cover the charges listed below:

Filing Fee, Officer/Director Resignation	\$ 35.00
Filing Fee, Articles of Amendment to Articles of Incorporation	<u>35.00</u>
Total	\$ 70.00

Please file the enclosed Officer/Director Resignation and Articles of Amendment to Articles of Incorporation.

Should you need any additional information, please contact the undersigned.

Thank you for your cooperation herein.

Sincerely,

SABATINO & SPINDEL, P.A.

JAMES R. SABATINO

JRS/lmg

Enclosures

~~WFD-1861~~

SH 2  
Amend.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -1 AM 11:01



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 25, 1996

SABATINO & SPINDEL, P.A.  
117 KANE CONCOURSE  
SUITE 104  
BAY HARBOR ISLANDS, FL 33154

SUBJECT: PERFECTION APPAREL INDUSTRIES, INC.  
Ref. Number: W96000001861

We have received your document for PERFECTION APPAREL INDUSTRIES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

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If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris  
Corporate Specialist

Letter Number: 296A00003250

SABATINO & SPINDEL, P.A.  
ATTORNEYS AT LAW

1177 KANE CONCOURSE - SUITE 104  
BAY HARBOR ISLANDS (MIAMI BEACH), FLORIDA 33154

JAMES R. SABATINO  
BALLY SPINDEL  
JAMES E. DOYLE (1923-1982)

TELEPHONE  
305 • 865-9831

January 29, 1996

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

RE: PERFECTION APPAREL INDUSTRIES, INC.

Dear Sir:

Thank you for your letter of January 25, 1996, copy enclosed.

I enclose copy of January 3, 1996, letter from you along with  
Certificate of Incorporation.

Please process the enclosed Officer/Director Resignation and  
Articles of Amendment to Articles of Incorporation.

Should you require any additional information, please do not  
hesitate to contact this office.

Sincerely,

SABATINO & SPINDEL, P.A.

*Linda M. Groom*  
Linda M. Groom  
Secretary to JAMES R. SABATINO

/lmg

Enclosures

~~Sent copy of certificate of incorporation  
+ cc for the corp. formed  
name was Perfection, not  
Perfection.~~

Corp. name was  
updated wrong on  
our records.

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

PERFECTION APPAREL INDUSTRIES, INC.

(Previous Name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1. Delete address: 1177 Kane Concourse, Suite 101  
Bay Harbor Islands, Florida 33154  
Change address to: 15675 N. W. 15 Avenue, Suite 207  
Miami, Florida 33169

Article 7(a). Delete officer and director: JAMES R. SABATINO  
Change officers and directors to:

LOUIS WILLEMS, President/Director  
FRED RIVERA, Secretary/Treasurer/Director

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

**THIRD:** The date of each amendment's adoption: January 3, 1996

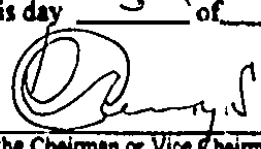
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 FEB -1 AM 11:01

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.  
*The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*
- "The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_"  
voting group
- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 3rd of January, 19 96

Signature

  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

LOUIS WILLEMS, President

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LOUIS WILLEMS

Typed or printed name

President/Director

Title

PREPARED BY: JAMES R. SABATINO, ESQUIRE  
SABATINO & SPINDEL, P.A.  
1177 Kane Concourse, Suite 104  
Bay Harbor Islands, Florida 33154  
305/865-9831