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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FROM: AUM INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

MIAMI FL 33136-28903302-00000000

TALLAHASSEE, FL 32399

CONTACT: LYNN FRIEDMAN

FAX: (904) 922-4000

PHONE: (305) 358-2571

FAX: (305) 358-7832

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SOBE STITCH, INC.

FAX AUDIT NUMBER: H96000002883

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/29/1996

TIME REQUESTED: 08:57:29

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P. 02

H96-02883

ARTICLES OF INCORPORATION
OF
SOBE SURF, INC.

ARTICLE I

The name of this Corporation shall be as follows:

SOBE SURF, INC.

and the corporate address shall be: 190 NW 186th Terrace, Miami,
Florida 33179

ARTICLE II

The commencement of existence of this Corporation shall be
upon the filing of the Articles of incorporation.

ARTICLE III

The general purpose for which this Corporation is initially
organized shall be sale of sportswear, and the transaction of all
lawful business for which corporations may be incorporated under
the laws of the State of Florida.

ARTICLE IV

The Corporation shall have authority to issue 100 shares of
common stock, and such shares shall be without par value.

ARTICLE V

The street address of the initial registered office of the
Corporation shall be LAW OFFICES OF ERIC J. BRAUNSTEIN, P.A., 2
SOUTH UNIVERSITY DRIVE, PLANTATION, FLORIDA 33324, and the initial
Registered Agent at said address shall be ERIC J. BRAUNSTEIN.

ARTICLE VI

There shall be no initial Board of Directors. The normal
powers and duties of the Board of Directors, including the
management and operation of the Corporation, shall be conferred
upon the President of the Corporation.

ARTICLE VII

The initial President of the Corporation shall be OREN SAAR,
and the initial Secretary and Treasurer shall be GIL ATZMON.

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ACS INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136
202-223-2571

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ARTICLE VIII

The sole Incorporator of this Corporation is ERIC J. BRAUNSTEIN whose address is 2 SOUTH UNIVERSITY DRIVE, PLANTATION, FLORIDA 33324.

I, the undersigned, being the Incorporator hereinabove named, for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby make, subscribe, acknowledge and file these Articles and, accordingly, have hereunto set my hand and seal this 20th day of February, 1996.


ERIC J. BRAUNSTEIN

(SEAL)

STATE OF FLORIDA)

ss

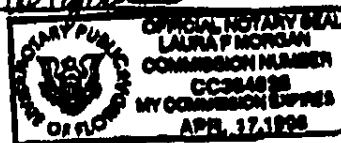
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared ERIC J. BRAUNSTEIN, to me known personally to be the person who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 20th day of February, 1996.


NOTARY PUBLIC

My commission expires:



ACCEPTANCE OF APPOINTMENT A REGISTERED AGENT

I, ERIC J. BRAUNSTEIN, do hereby accept the appointment as Registered Agent for SOBE SURF, INC., this 20th day of February, 1996.


ERIC J. BRAUNSTEIN

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

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First that SOME SURF, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Florida has named Eric J. Braunstein located at 2 SOUTH UNIVERSITY DRIVE, PLANTATION, County of Broward, State of Florida, as its agent to accept service of process within this state.

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: 
ERIC J. BRAUNSTEIN, Reg. Agent

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