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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAB-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166- 02-

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: U.S. APPAREL GROUP, INC.

FAX AUDIT NUMBER: H96000003587

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/13/1996

TIME REQUESTED: 15:32:15

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TALLAHASSEE, FLORIDA

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46-8 HV 41 MAR 96

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REGISTER MAR 14 1996

ARTICLES OF INCORPORATION**OF**

U.S. APPAREL GROUP, INC.

FILED
96 MAR 14 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General Corporation Law hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: U.S. APPAREL GROUP, INC.

The principal place of business of this corporation shall be: 13441 S.W. 36th St.
Miami, FL 33175

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 100 Shares at \$1.00 Par Value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Jose A. Rego 13441 S.W. 36th St.
Miami, FL 33175

Prepared by: Jose A. Rego
13441 S.W. 36th St.
Miami, FL 33175
(305) 221-7340

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this Articles of Incorporation is(are):

Jose A. Rego 13441 S.W. 36th St.
Miami, FL 33175

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 13 day of March, 1976

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: U.S. APPAREL GROUP, INC.

2. The name and address of the registered agent and office is:

Jose A. Rego 13441 S.W. 36th St.
(P.O. BOX NOT ACCEPTABLE)

Miami, FL 33175
(CITY/STATE/ZIP)

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 STATE OF FLORIDA
 SECRETARY OF STATE
 TALLAHASSEE

SIGNATURE

(Corporate officer)

TITLE

President

DATE

3/13/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

3/13/96

REGISTERED AGENT FILING FEE: