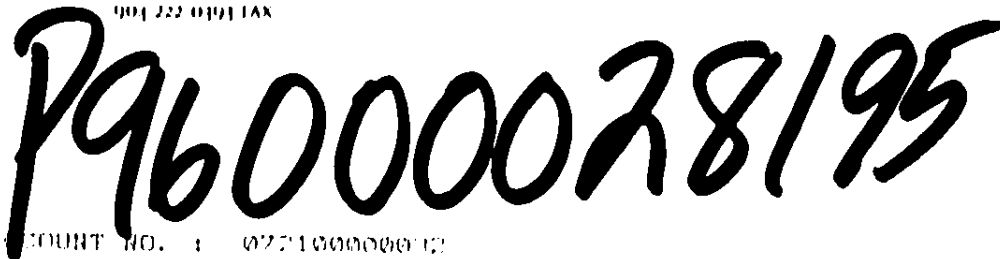


800-342-8086



REFERENCE : 899731 B. 1. CIA

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COST LIMIT : 5 28.2%

ORDER TIME : 11:33 AM

ORDER NO. : 899331

CUSTOMER NO: 62563A

CUSTOMER: Gregory L. Gresham, Esq.  
GREGORY L. GRESHAM, ESQ

918a Drew Street

Clearwater, FL 34615

DOMESTIC FILING

NAME: EXCLUSIVES APPAREL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
 \_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_____	CERTIFIED COPY
XX _____	PLAIN STAMPED COPY
XX _____	CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Adriane Brady

EXAMINER'S INITIALS:

RECEIVED  
96 MAR 29 4 8 56  
DIVISION OF CONFORMATION  
96 MAR 29 PM 2:19  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

BSB

**ARTICLES OF INCORPORATION  
OF  
EXCLUSIVES APPAREL, INC.**

**FILED**  
96 MAR 29 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME:** The name of this corporation is

**EXCLUSIVES APPAREL, INC.**

**ARTICLE II**

**DURATION:** This corporation shall have perpetual duration.

**ARTICLE III**

**PURPOSE:** This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV**

**CAPITAL STOCK:** This corporation is authorized to issue 10,000 shares of one class of shares at a value of \$1.00 per share, which shall be designated as "Common Shares."

**ARTICLE V**

**PREEMPTIVE RIGHTS:** Every shareholder, upon the issue or sale of any new shares of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof at the price at which it is offered to others.

**ARTICLE VI**

**CORPORATION PRINCIPAL OFFICE:** The principal office address and the mailing address of this corporation are:

1128 Pine Street, #3  
Clearwater, FL 34616

**ARTICLE VII**

**INITIAL REGISTERED AGENT AND OFFICE:** The name of the initial registered agent and the street address of the initial registered office of this corporation are:

Symone Dexter  
1128 Pine Street, #3  
Clearwater, FL 34616

#### ARTICLE VIII

**INITIAL BOARD OF DIRECTORS:** This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

Director Name	Address
Symone Dexter	1128 Pine Street, #3 Clearwater, FL 34616

#### ARTICLE IX

**INCORPORATOR:** The name and address of the person signing these Articles is:

Symone Dexter  
1128 Pine Street, #3  
Clearwater, FL 34616

#### ARTICLE X

**BYLAWS:** The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders. The Board of Directors shall not have the power to alter, amend or repeal any bylaw adopted by the shareholders, if the shareholders shall so designate in adopting, altering or amending a Bylaw.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 26th day of March.

Symone Dexter  
Symone Dexter

**STATE OF FLORIDA  
COUNTY OF PINELLAS**

The foregoing instrument was acknowledged before me this 26th day of March, 1996, by Symone Dexter who personally appeared before me at the time of notarization, and who is personally known to me or who has produced Florida Driver's License as identification and who did take an oath.



**ROBERTA M. REIDS**  
COMMISSION # CC 437789  
EXPIRES FEB 8, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**NOTARY PUBLIC - STATE OF FLORIDA**

Sign: Roberta M. Reids  
Print: Roberta M. Reids  
Address: 918A Drew Street  
Clearwater, FL 34615

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

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That EXCLUSIVES APPAREL, INC., desiring to organize under the laws of the State of Florida, with its principal office at 1128 Pine Street, #3, Clearwater, FL 34616 has named SYMONE DEXTER, located at said address, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

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

*Symone Dexter*  
SYMONE DEXTER, Registered Agent

FILED  
96 MAR 29 PM 2:20  
TALLAHASSEE, FLORIDA  
STATE