

P960000 73/138

8-30-96 Letter

William H. Hargis, 1012000
 Requestor's Name
 4875 North Federal Hwy.
 Address
 Ft. Lauderdale, FL 33308
 City State ZIP Phone

VALIDATION ONLY

FILED
 66 SEP -4 PM 12:52
 TOLSON-SEAL-FLORIDA

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 122.50 **70.00

CORPORATION(S) NAME

Gail-Ann Designer-Fabrics of
 Florida, Inc.

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copy | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail On |

RECEIVED
 36 SEP -4 AM 10:00
 DIVISION OF CORPORATE REGISTRATION

Empire Toll Free: 1-800-432-3028

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

CERTIFIED COPY

ARTICLES OF INCORPORATION

OF

GAIL-ANN DESIGNER FABRICS OF FLORIDA, INC.

ARTICLE I. CORPORATE NAME.

The name of this Corporation is: GAIL-ANN DESIGNER FABRICS OF FLORIDA, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is Twelve Hundred (1,200) shares of common stock having a par value of Fifty Cents (\$.50) per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence.

ARTICLE V. INITIAL PRINCIPAL OFFICE.

The initial principal office of this Corporation in the State of Florida shall be: 4050 Powerline Road, Oakland Park, FL 33309.

The Board of Directors from time to time may move the principal office to any other address in the State of Florida and establish branches and subsidiaries in any place within the United States.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to

time by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

Robert J. Harrisburg
4050 Powerline Road
Oakland Park, FL 33309

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

William W. Haury, Jr., Esq.
4875 N. Federal Highway, 10th FL
Ft. Lauderdale, FL 33308
(954) 491-2431

ARTICLE IX. AMENDMENT.


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X. REGISTERED AGENT.

The name and address of the initial Registered Agent of the corporation who shall accept the service of process within this State on behalf of the Corporation is:

William W. Haury, Jr., Esq.
4875 N. Federal Highway, 10th FL
Ft. Lauderdale, FL 33308
(954) 491-2431

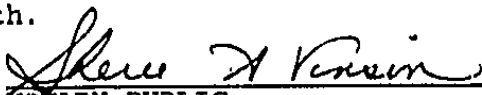
IN WITNESS WHEREOF, the undersigned, as Incorporator, has
executed the foregoing Articles of Incorporation on this 30 day
of August, 1996.



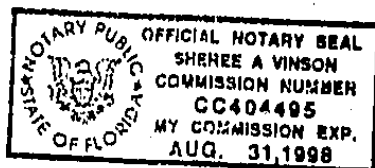
WILLIAM W. HAURY, JR.
Incorporator

STATE OF FLORIDA)
 :SS
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 30
day of August, 1996 by WILLIAM W. HAURY, JR., who is personally
known to me and who did take an oath.



NOTARY PUBLIC



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

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

THAT GAIL-ANN DESIGNER FABRICS OF FLORIDA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation has named WILLIAM W. MAURY, JR., ESQ. located at 4875 N. Federal Highway, 10th FL, Ft. Lauderdale, FL 33308, Broward County, State of Florida, 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, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

William W. Maury Jr. 8/30/96
REGISTERED AGENT

P96000073138

WILLIAM W. HAURY, JR.
MEMBER OF
FLORIDA, NEW JERSEY,
NEW YORK & CONNECTICUT BARS

WILLIAM W. HAURY, JR.

BANKS OF AMERICA BUILDING
4875 NORTH FEDERAL HIGHWAY - 15TH FLOOR
FORT LAUDERDALE, FL 33308

MAILING ADDRESS:
P.O. BOX 2357
FT. LAUDERDALE, FL 33303-2357
E-mail: bhaury@canect.net

(854) 481-2431 PHONE
(854) 776-0608 FAX

October 1, 1996

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

Re: Gail-Ann Designer Fabrics of Florida, Inc.

Dear Sir or Madam:

This will serve to advise your office of the ~~new~~ address for
the above referenced corporation as follows:

Gail-Ann Designer Fabrics of Florida, Inc.
108 N.W. 20th Street
Boca Raton, FL 33432

This address is effective immediately. Please input said change
into to your computer system in order to assure that the annual
report is mailed to the correct address.

Thank you for your anticipated cooperation.

Very truly yours,

William W. Haury, Jr.
WILLIAM W. HAURY, JR.

WWH/sav

cc: Robert J. Harrisburg

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updated WC
10/8/96