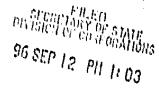
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CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

 $\Omega\Gamma$

LEATHER CONCEPTS LIMITED, INC.

The undersigned subscriber to these Articles of Incorporation, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is LEATHER CONCEPTS LIMITED, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office is 2665 Bayshore Drive, Suite 400, Coconut Grove, Florida 33133 and the corporation's mailing address is 2665 Bayshore Drive, Suite 400, Coconut Grove, Florida 33133.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon filing of these Articles of

Incorporation with the Department of State.

ARTICLE IV

NATURE OF BUSINESS

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

ARTICLE V

CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 10,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

ARTICLE VI

INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this corporation is Alhambra Registered Agents, Inc. The street address of the

initial registered office of the corporation in the State of Florida is 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134, Attention: Martin J. Genauer.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The corporation shall have three (3) initial directors. The number of directors may be increased or decreased from time to time in the manner provided in the bylaws of the corporation. The name and street address of each of the initial directors is:

Samuel Hollander 2665 South Bayshore Drive

Suite 400

Coconut Grove, FL 33133

Jon Madorsky 2665 South Bayshore Drive

Suite 400

Coconut Grove, FL 33133

John Roever 3515 Lovers Lane

Slinger, WI 53086

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is Karp & Genauer, P.A., 2 Alhambra Plaza, Suite

1202, Coral Gables, Florida 33134.

ARTICLE_IX

BATTAME

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, and any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ______ day of September, 1996.

KARP & GENAUER, P.A., as Incorporator

Bv.

Name: Martin J.Genauer Title: Vice-President

CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

PROPERTY OF STATE OF STATE OF COMPORATIONS

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Leather Concepts Limited, Inc., a Florida corporation, desiring to organize as a corporation pursuant to Florida Statutes, with its registered office, as indicated in the Articles of Organization, in the City of Coconut Grove, County of Dade, State of Florida, has named Alhambra Registered Agents, Inc., 2 Alhambra Plaza, Suite 1202, Coral Gables, Florida 33134, Attention: Martin J. Genauer, as its registered agent within the State.

Having been named registered agent for the above-stated corporation at place designated in the Articles, the undersigned hereby accepts to act in that capacity and agrees to comply with the provisions of the Florida Statutes relative thereto.

Alhambra Registered Agents, Inc.

D17.

Martin J. Genauer, Vice President

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