

LAW OFFICES  
**CROUCH & MINER**  
PROFESSIONAL ASSOCIATION

JEFFREY R. MINER  
S. L. CROUCH  
TALLAHASSEE

SUITE 400  
1001 NORTH FEDERAL HIGHWAY  
TALLAHASSEE, FLORIDA 32304  
TELEPHONE (904) 484-4001  
FAX (904) 484-4400

*496000 75955*

200001944832  
-09/11/96--01076--009  
\*\*\*\*122.50 \*\*\*\*122.50

Secretary of State  
Corporations Division  
The Capitol  
Room 2002, 20th Floor  
Tallahassee, Florida 32304

RE: AMERICAN EAGLE MFG. CO.

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of American Eagle Mfg. Co.

I am enclosing my trust account check in the sum of \$122.50 payable as follows:

|                                |          |
|--------------------------------|----------|
| (a) Filing Fee                 | \$35.00  |
| (b) Registered Agent Fee       | \$35.00  |
| (c) Certified copy of Articles | \$52.50  |
| Total                          | \$122.50 |

Please forward a certified copy of the Articles of Incorporation to my office immediately upon filing the originals.

Sincerely yours,

*[Signature]*  
Jeffrey R. Miner

JRM:jd

Enclosures

*9/12*

FILED  
96 SEP 11 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
AMERICAN EAGLE MFG. CO.

56 SEP 11 PM 2:13  
RECEIVED  
STATE  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this corporation is AMERICAN EAGLE MFG. CO., a Florida corporation.

ARTICLE II

Business

The general nature of the business and the objects and purposes proposed to be transacted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

(a) To manufacture, produce and otherwise fabricate for wholesale or retail sale, apparel, sportswear and related items of clothing and accessories.

(b) To make and perform contracts of any kind and description, and for the purpose of attaining any of the objectives of the corporation, do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, and transact any and all lawful activities and business permitted under the laws of the United States and Florida.

ARTICLE III

Capital Stock

The total number of shares and capital stock which may be issued by this corporation is One Hundred (100) shares of no par value common stock.

ARTICLE IV

Principal Office and Mailing Address

The principal office and mailing address of this Corporation is 4095 Sea Grape Circle, Delray Beach, Florida 33445, but this Corporation shall have the power to move the principal office and mailing address to any other address in the State of Florida that may be deemed expedient.

ARTICLE V

Initial Registered Office and Agent

The initial registered office of said corporation shall be at:

4095 Sea Grape Circle  
Delray Beach, Florida 33445

GABRIEL ARAGON, whose address is the same as the registered office, is hereby designated as initial registered agent of the corporation.

ARTICLE V

Board of Directors

The number of director(s) of this corporation shall be one (1) director initially. The number of directors may be increased from time to time by the By-Laws.

The name and post office address of the initial director is:

Name

Address

GABRIEL ARAGON

4095 Sea Grape Circle  
Delray Beach, Florida 33445

ARTICLE VI

Incorporator

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

Name

Address

GABRIEL ARAGON

4095 Sea Grape Circle  
Delray Beach, Florida 33445


IN WITNESS OF THE FOREGOING, I have hereunto set my hand and seal, and acknowledge to be filed in the office of the Secretary of State, the foregoing Articles of Incorporation, this 25<sup>th</sup> day of August, 1996.

  
GABRIEL ARAGON

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority to administer oaths and take acknowledgments, appeared GABRIEL ARAGON, Incorporator of AMERICAN EAGLE MFG. CO., a Florida corporation, to me known to be the person described in and who subscribed the above and foregoing Articles of Incorporation, and he acknowledged before me that he signed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above, this 28<sup>th</sup> day of August, 1996.

  
Notary Public-State of Florida

My Commission Expires:



Acknowledgment by Resident Agent

HAVING been named to accept service of process for the above-stated Corporation at the place designated in this Certificate. I hereby accept to act in this capacity and state that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

DATED this 28<sup>th</sup> day of August, 1996.

  
GABRIEL ARAGON, REGISTERED AGENT

FILED  
96 SEP 11 PM 2:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**P96000075955**  
LAW OFFICES  
**GROUCH & MINER**  
PROFESSIONAL ASSOCIATION

JEFFREY B. MINER  
D. LEE GROUCH  
OF COUNSEL

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TALLAHASSEE, FLORIDA 32304  
TELEPHONE (904) 241-1800  
DIRECT MIAMI LINE 241-4481

RECEIVED  
SECRETARY OF STATE  
SEP 27 11:27 AM '96

September 30, 1996

Secretary of State  
Corporations Division  
The Capitol  
Room 2002, 20th Floor  
Tallahassee, Florida 32304

900001964269  
-10/03/96--01085--012  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: AMERICAN EAGLE MFG. CO.  
ARTICLES OF AMENDMENT

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Amendment to the Articles of Incorporation of American Eagle Mfg. Co.

I am enclosing my trust account check in the sum of \$87.50 payable as follows:

|   |         |
|---|---------|
| (a) Filing Fee                              | \$35.00 |
| (b) Certified copy of Articles of Amendment | \$52.50 |
| Total                                       | \$87.50 |

Please forward a certified copy of the Amendment to Articles of Incorporation to my office immediately upon filing the originals.

Should there be any question please do not hesitate to contact me.

Sincerely yours,

  
Jeffrey R. Miner

JRM:jd / Enclosures

*W/C*  
*CRB*  
*10-8*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
AMERICAN EAGLE MFG. CO.

FILED  
96 OCT -3 AM 11:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Article I of the Articles of Incorporation is hereby amended to read:

ARTICLE I.

The name of the corporation shall be BLUEBERRY BAY, INC.

SECOND: The date of adoption of the amendment was October 1, 1996.

THIRD: There are no shareholders entitled to vote on the amendment and shareholder action is not required. The amendment was adopted by the Incorporator.

FOURTH: This Amendment is executed by the Incorporator who approves the Amendment.

AMERICAN EAGLE MFG. CO.

BY:

GABRIEL ARAGON, Incorporator

Date:

10/1/96