

P96000078527

SHELDON ENGELHARD, P.A.
COUNSELLOR AT LAW

SHELDON ENGELHARD (FL & NY)

THRU PLAZA
3333 TOWN CENTER ROAD
SUITE 801
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407/730-7801
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1301 BROADWAY
NEW YORK, NEW YORK 10036

August 22, 1996

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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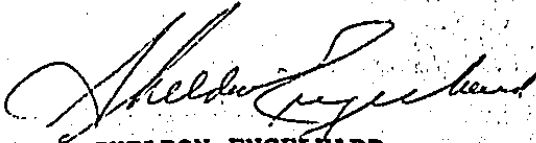
RE: ~~South Bay Apparel, Inc.~~
KASTEN ASSOCIATES, INC.
Gentlemen:

We are enclosing the original and one copy of Articles of Incorporation for this proposed corporation together with our check in the amount of \$122.50.

The enclosed check represents the Filing Fees, Fee for the Registered Agent Designation, and one Certified Copy of the Articles of Incorporation.

Your cooperation will be appreciated.

Very truly yours,


SHELDON ENGELHARD

SE:ged
enclosures

FILED
96 SEP 20 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W-18132
KR 8-28
9-23

SHELDON ENGELHARD (FL & NY)

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3337 TOWN CENTER ROAD
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1501 BROADWAY
NEW YORK, NEW YORK 10036

September 19, 1996

Kimberly Rolfe, Document Specialist
Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Kasten Associates, Inc.

Dear Ms. Rolfe:

We are enclosing the original and one copy of Articles of Incorporation for this proposed corporation. Also enclosed is a copy of your letter relating to South Bay Apparel, Inc., Reference Number W96000018132 (your letter dated August 28, 1996, Letter Number: 796A00040788).

The fee that has been forwarded in connection with South Bay Apparel, Inc. represented the filing fees, the fee for the Registered Agent Designation, and one Certified Copy of the Articles of Incorporation.

In order to expedite the filing and return of the documents, we are enclosing a pre-paid Federal Express envelope. If you have any questions, please call.

Your cooperation will be appreciated.

Very truly yours,


SHELDON ENGELHARD, ESQ.

SE:mik
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 28, 1996

SHELDON ENGELHARD, PA
5355 TOWN CENTER ROAD
SUITE 801
BOCA RATON, FL 33486

SUBJECT: SOUTH BAY APPAREL, INC.
Ref. Number: W96000018132

We have received your document for **SOUTH BAY APPAREL, INC.** and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 796A00040788

FILED
96 SEP 20 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
KASTEN ASSOCIATES, INC.

The undersigned, subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I

Corporate Name

The name of the corporation is: KASTEN ASSOCIATES, INC.

ARTICLE II

Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

Capital Stock

The corporation is authorized to issue Five Hundred (500) shares of no par value Common Stock, which shall be designated "Common Shares".

ARTICLE V

Initial Registered Office and Agent

The principal office, if known, or the mailing address of the corporation is:

c/o Bernard Kasten
17065 Northway Circle
Boca Raton, Florida 33496

The name and street address of the Initial Registered Agent of this Corporation is:

Sheldon Engelhard, Esq.
The Plaza, Suite 801
5355 Town Center Road
Boca Raton, Florida 33486

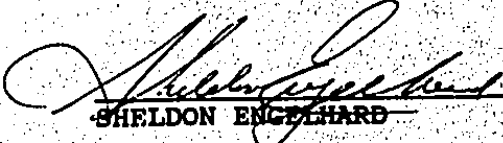
ARTICLE VI

Incorporators

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Sheldon Engelhard, Esq.
The Plaza, Suite 801
5355 Town Center Road
Boca Raton, Florida 33486

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of August, 1996.


SHELDON ENGELHARD

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

Certificate of Registered Agent
of
KASTEN ASSOCIATES, INC.

FILED
96 SEP 20 AM 7:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at c/o Bernard Kasten, 17065 Northway Circle, Boca Raton, Florida 33496, has named Sheldon Engelhard, Esq., located at the The Plaza, Suite 801, 5355 Town Center Road, Boca Raton, Florida 33486, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Law in keeping open said office.



SHELDON ENGELHARD
Registered Agent