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96000080756

ACCOUNT NO. : 072100000032

REFERENCE : 093327 4801579

AUTHORIZATION :

Patricia P. [Signature]

COST LIMIT : \$ 70.00

ORDER DATE : September 20, 1996

ORDER TIME : 10:55 AM

ORDER NO. : 093327

600001959776

CUSTOMER NO: 4801579

CUSTOMER: Daniel Hirsch, Esq  
OPTON HANDLER GOTTLIEB FEILER  
& KATZ  
52 Vanderbilt Avenue

New York, NY 10017

DOMESTIC FILING

NAME: OMEGA TEXTILE COMPANY, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Juan E Jones

EXAMINER'S INITIALS:

KR

FILED  
96 SEP 30 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 SEP 30 AM 11:33  
DIVISION OF CORPORATION

9.30.96  
KR

**ARTICLES OF INCORPORATION**  
**OF**  
**OMEGA TEXTILE COMPANY, INC.**

96 SEP 30 PM 1:30  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

**FIRST:** The corporate name for the corporation (hereinafter called the "corporation") is OMEGA TEXTILE COMPANY, INC.

**SECOND:** The street address, wherever located, of the principal office of the corporation is 120 S.E. 5th Avenue, Boca Raton, Florida 33432.

The mailing address, wherever located, of the corporation is 120 S.E. 5th Avenue, Boca Raton, Florida 33432.

**THIRD:** The number of shares that the corporation is authorized to issue is two hundred, all of which are without par value and are of the same class and are to be Common shares.

**FOURTH:** The street address of the initial registered office of the corporation in the State of Florida is 120 S.E. 5th Avenue, Boca Raton, Florida 33432.

The name of the initial registered agent of the corporation at the said registered office is Charles L. Greenberg.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

**FIFTH:** The name and the address of the incorporator are:

**NAME**

Merryl Wiener

**ADDRESS**

375 Hudson Street, 11th Floor  
New York, New York 10014

**SIXTH:** The purposes for which the corporation is organized are to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

**EIGHTH:** The duration of the corporation shall be perpetual.

**NINTH:** The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

**TENTH:** Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on September 20, 1996.

  
Merryl Wiener, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By:   
Charles L. Greenberg

Date: September 26, 1996

FILED  
96 SEP 30 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P96 00080756

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
407-291-1931



PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 170418 4801579

AUTHORIZATION : Patricia Tzyur.

COST LIMIT : \$ 35.00

ORDER DATE : November 27, 1996

ORDER TIME : 11:03 AM

ORDER NO. : 170418-005

CUSTOMER NO: 4801579

500002016895--6

CUSTOMER: Daniel Hirsch, Esq  
Opton Handler Gottlieb Feiler  
52 Vanderbilt Avenue

New York, NY 10017

DOMESTIC AMENDMENT FILING

NAME: OMEGA TEXTILE COMPANY, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

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       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

NC  
12/3

FILED  
95 DEC -2 PM 1:22  
RECEIVED  
96 DEC -2 PM 12:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT  
OF  
OMEGA TEXTILE COMPANY, INC.

FILED  
55 DEC -2 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named (the "corporation") does hereby adopt the following Articles of Amendment.

1. The name of the corporation is OMEGA TEXTILE COMPANY, INC.
2. Article FIRST of the Articles of Incorporation of the corporation is hereby amended so as to read as follows:  
  
"FIRST: The name of the corporation is AGEMO TEXTILE COMPANY, INC."
3. The corporation has not yet issued shares.
4. The amendment herein provided for was adopted by a majority of the Board of Directors of the corporation without shareholder action on Nov 12, 1996
5. Shareholder action was not required.
6. The undersigned is a director of the corporation.

Executed on November 14/13, 1996.

OMEGA TEXTILE COMPANY, INC.

By:

Charles L. Greenberg  
Name: Charles L. Greenberg  
Title: Director