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TALLAHASSEE, FL 32301-2607

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PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 103990 81002A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 30, 1996

ORDER TIME : 3:38 PM

ORDER NO. : 103990

CUSTOMER NO: 81002A

CUSTOMER: James R. Clayton, Esq  
CLAYTON & TEAL, P.A.

114 West Rich Avenue

Deland, FL 32720

1000019000381  
-10/01/96--01012--006  
\*\*\*122.50 \*\*\*122.50

DOMESTIC FILING

NAME: GREG'S WESTERN WEAR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED  
96 SEP 30 PM 4:17  
DIVISION OF CORPORATION

FILED  
96 OCT -1 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10-1-96

**CLAYTON & TEAL P.A.**

ATTORNEYS AT LAW  
114 WEST RICH AVENUE  
DELAND, FLORIDA 32720

1812 SOUTH VOLUSIA AVENUE  
ORANGE CITY, FLORIDA 32763

JAMES R. CLAYTON  
MICHAEL S. TEAL

HOWARD S. WARNER (1000 1002)

DELAND (904) 738 - 3400  
ORANGE CITY (904) 775 - 3210  
DELAND FAX (904) 738 - 4300  
ORANGE CITY FAX (904) 775 - 6600

September 26, 1996

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: Greg's Western Wear, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for the above-referenced corporation. Please file same and return to me a certified copy of the Articles. Also enclosed is a check in the amount of \$122.50 representing payment of your fees in this matter. Should you have any questions, please contact my office.

Sincerely yours,



JAMES R. CLAYTON, ESQ.

JRC/tf

Encl.

**ARTICLES OF INCORPORATION**  
**OF**

**GREG'S WESTERN WEAR, INC.**

FILED  
96 OCT -1 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE ONE:**

The name of the corporation is GREG'S WESTERN WEAR, INC.

**ARTICLE TWO:**

The duration of the corporation is perpetual, with commencement at the time of filing these Articles.

**ARTICLE THREE:**

The general purposes for which the corporation is organized are:

1. To engage in any or all aspects of general merchandising.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act, or engage in any other trade or business which can, in the opinion of the Board of Directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

3. To do such other things as are incidental to the foregoing or necessary or desirable to accomplish the foregoing.

**ARTICLE FOUR:**

The subscribing and incorporating shareholders elect to form this corporation as a Subchapter S Corporation, pursuant to Section 1362 of the Internal Revenue Code.

**ARTICLE FIVE:**

The aggregate number of shares which the corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class and shall have a par value of One Dollar (\$1.00) per share. All shares shall be common stock.

**ARTICLE SIX:**

The street address of the initial registered office of the corporation is 3385 S. Highway 17-92, Suite 249, Casselberry, Florida 32707, and the name of its initial registered agent at such address is KEVIN M. FARLEY.

**ARTICLE SEVEN:**

The number of directors constituting the initial board of directors of the corporation are two (2). The names and addresses of the persons who are to serve as members of the initial board are:

**NAME**

**ADDRESS**

GREGORY A. BATTEN  
President

3385 S. Highway 17-92, Suite 249  
Casselberry, Florida 32707

KEVIN M. FARLEY  
Vice President/Treasurer

3385 S. Highway 17-92, Suite 249  
Casselberry, Florida 32707

**ARTICLE EIGHT:**

The name and address of each incorporator is:

**NAME**

**ADDRESS**

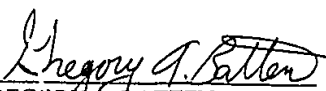
GREGORY A. BATTEN  
President

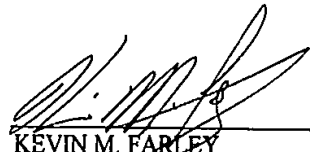
3385 S. Highway 17-92, Suite 249  
Casselberry, Florida 32707

KEVIN M. FARLEY  
Vice President/Treasurer

3385 S. Highway 17-92, Suite 249  
Casselberry, Florida 32707

Executed by the undersigned at DELAND, Florida, on the 26<sup>th</sup> day of  
September, 1996.

  
GREGORY A. BATTEN  
Incorporator

  
KEVIN M. FARLEY  
Incorporator

STATE OF FLORIDA  
COUNTY OF VOLUSIA

Before me, the undersigned officer, personally appeared GREGORY A. BATTEN and KEVIN M. FARLEY, who are personally known to me or have produced \_\_\_\_\_ as identification, and who are to me well known to be the persons described in and who subscribed to the above Articles of Incorporation, and they did freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at DeLand, Florida, in said County and State, this 16 day of September, 1996.

(SEAL)



BEVERLY J. WILLIS  
My Commission CC-007474  
Expires Apr. 28, 1998  
Bonded by HAI  
800-422-1655

Beverly J. Willis  
Notary Public - State of Florida  
My Commission Expires:

tf/GREGS.INC

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 GREG'S WESTERN WEAR, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 3385 S. Highway 17-92, Suite 249, Casselberry, Florida 32707, has named KEVIN M. FARLEY, located at 3385 S. Highway 17-92, Suite 249, Casselberry, Florida 32702, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

GREG'S WESTERN WEAR, INC.

By: 

Registered Agent

FILED  
95 OCT -1 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA