

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-9071

800-342-8086

**P960000083949**

**CSC networks**

PRESTIGE HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 114131 81444A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 9, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 114131

EFFECTIVE DATE

10.3.96

CUSTOMER NO: 81444A

000001963280  
-10/09/96--01046--018  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Jennifer Johnson, Legal Asst  
PATTERSON & GREEN

Suite A  
3010 S. Third Street  
Jacksonville, FL 32250

DOMESTIC FILING

NAME: STITCHES, ~~INC~~ By DESIGN, 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: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
96 OCT -9 AM 8:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 OCT -9 AM 11:07  
DIVISION OF CORPORATION  
w96-21349  
Dmc 10/9/96

10.11.96  
KR



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

October 9, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: STITCHES, INC.  
Ref. Number: W96000021344

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for STITCHES, 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

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) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 596A00046018

**RECEIVED**  
96 OCT 10 PM 3:41  
DIVISION OF CORPORATION

RECEIVED  
10 3 96

ARTICLES OF INCORPORATION  
OF  
STITCHES BY DESIGN, INC.

FILED  
SS OCT-9 AM 8:34  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: Corporate Name. The name of the corporation is STITCHES BY DESIGN, INC.

ARTICLE II: Corporate Existence. The corporation shall exist for perpetuity commencing as of the execution of these Articles.

ARTICLE III: Corporate Purpose. The corporation is organized for the purpose of silk screening and embroidering and for any and all lawful business allowed under the State of Florida or the United States of America.

ARTICLE IV: Authorized Stock. The corporation is authorized to issue 100,000 shares of common stock, par value \$1.00 each.

ARTICLE V: Initial Registered Office and Agent. The street address of the initial registered officer of the corporation is 3010 South Third Street, Jacksonville Beach, Florida 32250, with a mailing address of the same, and the name of the initial registered agent at that address of this corporation is Suzanne W. Green, Esquire.

ARTICLE VI: Principal Place of Business. The principal place of business of this corporation shall be: 4278 Seabreeze Drive, Jacksonville, Florida 32250.

ARTICLE VII: Initial Board of Directors. This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation are:

David W. Mayer  
8123 Seven Mile Drive  
Ponte Vedra Beach, Florida 32082

Lynda A. Learn  
1107 Secret Oaks Place  
Jacksonville, Florida 32259

Mary F. Howell Green  
4278 Seabreeze Drive  
Jacksonville, Florida 32250

Gene Learn  
1107 Secret Oaks Place  
Jacksonville, Florida 32259

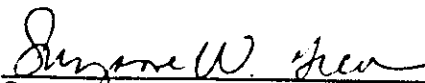
ARTICLE VIII: Incorporator. The name and address of the person signing these Articles is Suzanne W. Green, 3010 South Third Street, Suite A, Jacksonville Beach, Florida 32250.

ARTICLE IX: Power to Amend. The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X: Corporate Reservations. The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI: Preemptive rights. Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the price, terms and conditions of the issue of the shares inviting it to exercise its preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of October, 1996.

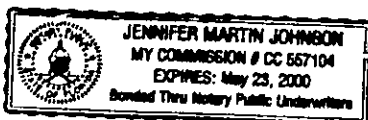
  
Suzanne W. Green

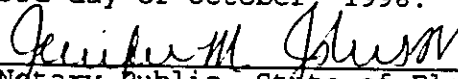
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Suzanne W. Green, to me personally known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

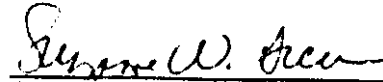
WITNESS my hand and seal this 3rd day of October 1996.



  
Notary Public, State of Florida  
My Commission Expires:

HAVING BEEN NAMED to accept service of process for Stitches, Inc. at the place designated in the Articles of Incorporation, I HEREBY AGREE TO ACT in this capacity and agree to comply with the provisions of all statutes relating to the property in complete performance of my duties.

DATED this 3rd day of October, 1996.

  
Suzanne W. Green

FILED  
96 OCT -9 AM 8:34  
CLERK OF STATE  
TALLAHASSEE, FLORIDA