

OCT-23-98 WED 15:47

COONEY WARD ET AL

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FLORIDA DIVISION OF CORPORATIONS

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FROM: COONEY, WARD, LESHER & DAMON, P.A.
072262000447

ACCT#:

CONTACT: STEVEN E KELLY
PHONE: (407) 689-8111
(407) 689-9303

FAX #:

NAME: PICK-UP APPAREL CORP.

AUDIT NUMBER.....H96000014963

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

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ARTICLES OF INCORPORATION
OF
PICK-UP APPAREL CORP.

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: PICK-UP APPAREL CORP.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address and principal place of business of this Corporation is: 1555 Palm Beach Lakes Boulevard, Suite 1000, West Palm Beach, Florida 33401.

ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 10,000,000 shares of common voting stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is % Cooney, Ward, Leshner & Damon, P.A., 1555 Palm Beach Lakes Boulevard, Suite 1000, West Palm Beach, Florida

PREPARED BY:

Gerald S. Leshner, Esq.
Cooney, Ward, Leshner & Damon, P.A.
1555 Palm Beach Lakes Blvd., #1000
West Palm Beach, FL 33401
(561) 689-8111/F: 689-9303
FLA BAR NO.: 284491

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33401, and the name of its initial registered agent at that address is Gerald S. Leshar, Esquire.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

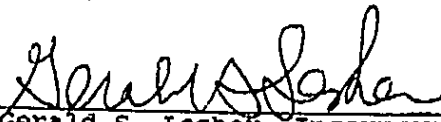
Name

Address

Gerald S. Leshar

1555 Palm Beach Lakes Boulevard
Suite 1000
West Palm Beach, Florida 33401

DATED this 23 day of October, 1996.


Gerald S. Leshar, Incorporator
and Registered Agent

STATE OF FLORIDA

)

) ss:

COUNTY OF PALM BEACH

)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared GERALD S. LESHER to me known to be the person described in ~~or who has produced~~ as identification and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of OCTOBER, 1996.

Notary Public, State of Florida

Sign: Karen Ellen Vasquez

Print: KAREN ELLEN VASQUEZ

Commission No.: 00373650

My Commission Expires: 05.19.98



KAREN ELLEN VASQUEZ
MY COMMISSION # 00373650 EXPIRES
May 19, 1998
BONDED THRU TROY PAUL INSURANCE, INC.

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COONEY WARD ET AL

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CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for PICK-UP
APPAREL CORP., at the initial registered office of the Corporation
in this State designated in its Articles of Incorporation, I hereby
accept to act in this capacity and agree to comply with the
provisions of Section 607.3505 Florida Statutes.

Date: 10.23-96.

By:

Gerald S. Leshner
Gerald S. Leshner, Esquire

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