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April 12, 1996

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee FL 32314

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***122.50 ***122.50

Re: P.C. Wear, Inc.

Dear Sir or Madam:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation. Also enclosed a check in the amount of \$122.50 for the filing fee.

Should you have any questions, please do not hesitate to call.

Sincerely,

STAATS & WHITE

By:

ROBERT B. STAATS

RBS/kl
Enclosures

W96-9073

FILED
96 NOV 19 PM 12:29
TALLAHASSEE
FLORIDA

APR 13 1996

ROBERT B. STAATS, P.A.
JAMES H. WHITE, JR.
GRAHAM CLARKE

STAATS, WHITE & CLARKE
ATTORNEYS AT LAW
229 MCKENZIE AVENUE PANAMA CITY, FLORIDA 32401

PHONE (904) 785-1522
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 29, 1996

ROBERT B. STAATS
229 MCKENZIE AVE.
PANAMA CITY, FL 32401

SUBJECT: P.C. WEAR, INC.
Ref. Number: W96000009073

We have received your document for P.C. WEAR, 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6928.

Agnes Lunt
Corporate Specialist

Letter Number: 696A00020256



November 7, 1996

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

Attention: Agnes Lunt, Corporate Specialist

Re: P.C. Wear, Inc.
Ref. Number: W96000009073
Letter Number: 696A00020256

Dear Ms. Lunt:

In May we received from your office the Articles of Incorporation because there was an error in the proposed Articles in that the registered agent and registered office were not consistent. We have made those corrections and we enclose herewith the original and a copy of the Articles of Incorporation and the original and copy of Certificate Designating Place of Business and Designating Registered Agent.

We had previously deposited with your office the sum of \$125.50 which should still be outstanding to our credit. If not, please advise and we will forward a check in the correct amount immediately. Otherwise, we will appreciate receiving a certified copy of the Articles of Incorporation by return mail.

Thank you for your cooperation.

Sincerely,

STAATS & WHITE

By: *Robert B. Staats* /ds
ROBERT B. STAATS

RBS/ds
Enclosures

ARTICLES OF INCORPORATION OF
P.C. WEAR, INC.

FILED
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The undersigned, for purposes of forming a corporation under the laws of the State of Florida hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME AND INITIAL CORPORATE OFFICE

The name of this corporation shall be P.C. Wear, Inc. and the initial corporate office will be located at 204 New York Avenue, Lynn Haven, Florida.

ARTICLE TWO

DURATION

This term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose is for which this corporation is organized are:

1. To offer for retail sale t-shirts, beachwear, and other wearing apparel.
2. The transaction of any and all lawful businesses for which corporations may be incorporated under the laws of the State of Florida, including but not limited to the following:
 - a. To lease, purchase, sell, mortgage and otherwise acquire and dispose of real property.
 - b. To enter into any and all contracts and agreements necessary to further the business purposes herein authorized.
 - c. To borrow money, execute promissory notes, bills of

sale, and to perform any and all other business matters.

d. To obtain any and all licenses and permits necessary to carry out the business purposes herein authorized.

e. To employ, for reasonable compensation, persons to act on behalf of the corporation in furtherance of the business of the corporation.

ARTICLE FOUR

REGISTERED OFFICE

The initial registered agent of the corporation is Riley Robinson, 204 New York Avenue, Lynn Haven, Florida.

ARTICLE FIVE

CAPITAL STOCK

The total number of shares that the corporation has authority to issue is One Hundred (100) shares of a par value of Ten Dollars (\$10.00) per share, all of which shall be common stock. The corporation will institute business upon receiving payment for, and upon issuance of, one-half of all stock authorized hereinabove.

ARTICLE SIX

DIRECTORS

1. The number of directors constituting the initial Board of Directors of the corporation is two (2).

2. The names and addresses of the persons who are to serve as directors until their successors are elected and qualified are:

Name

Address

Riley Robinson

204 New York Avenue
Lynn Haven, Florida 32444

Bilole Alam

703, WATER OAK CIRCLE
PCB, FL, 32407

ARTICLE SEVEN

INCORPORATORS

The names and addresses of the incorporators of this corporation are:

Name

Address


Riley Robinson (52 shares)


204 New York Avenue
Lynn Haven, Florida 32444

Bilole Alam (48 shares)

703, WATER OAK CIRCLE
PCB, FL, 32407

We, the undersigned, have subscribed our names this 10 day
of April, 1996.


Riley Robinson (subscriber)


Bilole Alam (subscriber)

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That P.C. 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 City of Panama City County of Bay, State of Florida, has named Riley Robinson, 204 New York Avenue, Lynn Haven, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED this 30 day of August, 1996.


Riley Robinson