

SAMPLE LETTER OF TRANSITIA
96000112823
DATE *12/18/96*

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

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-12/18/96--01066--013
****122.50 ****122.50

Re: ALL AMERICAN FASHION WEAR, INC., Inc.
(Name of Corporation)

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

WALTER VALDEZ
(Individual's Name)

FILED
96 DEC 18 PM 12:59
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

ALL AMERICAN FASHION WEAR, INC.
(Name of Corporation)

12/20

MAILING ADDRESS OF CORPORATION

13224 SW 131 ST. STREET
MIAMI FLORIDA 33186

PHONE

()

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

of

ALL AMERICAN FASHION WEAR, INC.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ALL AMERICAN FASHION WEAR, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS			
13224 S.W. 131ST. STREET			
CITY	MIAMI	FLORIDA	ZIP 33186

Mailing address, if different

STREET ADDRESS			
13224 S.W. 131ST. STREET			
CITY	MIAMI	FLORIDA	ZIP 33186

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	WALTER VALDEZ		
ADDRESS	13224 S.W. 131ST. STREET		
CITY	MIAMI	FLORIDA	ZIP 33186

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO (02) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	WALTER VALDEZ		
ADDRESS	13224 S.W. 131ST. STREET		
CITY	STATE	FLORIDA	ZIP 33186
NAME	AMABILIS FERGUSSON		
ADDRESS	10033 S.W. 147TH. COURT		
CITY	STATE	FLORIDA	ZIP 33196
NAME			
ADDRESS			
CITY	STATE		ZIP

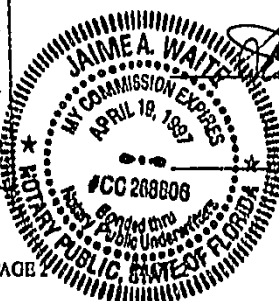
ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	WALTER VALDEZ		
ADDRESS	13931 S.W. 22ND. STREET		
CITY	STATE	FLORIDA	ZIP 33175
NAME	AMABILIS FERGUSSON		
ADDRESS	10033 S.W. 147TH. COURT		
CITY	STATE	FLORIDA	ZIP 33196
NAME			
ADDRESS			
CITY	STATE		ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 16 day of DECEMBER, 19 96.

Sworn to and subscribed before me this	
<u>16</u>	day of <u>Dec</u> , 19 <u>96</u>
<i>Jaime A. Waite</i> (Signed and Sealed before me in Florida)	
JAIME A. WAITE (Notary Public for the State of Florida)	
Personally Known <input checked="" type="checkbox"/> OR Produced Identification <input type="checkbox"/>	
Type of Identification Produced _____	



Walter Valdez (Signature)
Amabilis Fergusson (Signature)
 _____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

ALL AMERICAN FASHION WEAR, INC.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 13224 SW 131ST. STREET

MIAMI FLORIDA 33186

has named WALTER VALDEZ

located at the aforesaid address, as its registered agent to accept service of process within this state.

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TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Walter Valdez
(Signature)

DEC. 16, 1996
(Date)