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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JOHNNY C RODRIGUEZ

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: ATHLETIC SPORTSWEAR OF AMERICA INC.

AUDIT NUMBER.....H97000001339

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

CERT. OF STATUS..1

PAGES..... 4

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EFFECTIVE DATE

1-23-97

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2/12/97

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**Articles of Incorporation  
of  
Athletic Sportswear of America Inc.**

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TALLAHASSEE, FLORIDA

**Article I. Name**

The name of this Florida corporation is:  
Athletic Sportswear of America Inc.

**Article II. Address**

**EFFECTIVE DATE**  
1-23-97

The mailing address of the Corporation is:  
Athletic Sportswear of America Inc.  
7340 SW 42nd Street  
Miami FL 33155

**Article III. Registered Agent**

The name and address of the registered agent of the Corporation is:  
Jose Toledano  
7340 SW 42nd Street  
Miami 33155

**Article IV. Board of Directors**

The name of each initial member of the Corporation's Board of Directors is:

Jose Toledano  
Rosette Toledano

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Corporate Creations International Inc.  
401 Ocean Drive #312 (Door Code #125)  
Miami Beach FL 33139-6629  
(305) 672-0888

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive #312 (Door Code #125)  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective January 23, 1997

The undersigned incorporator executed these Articles of Incorporation on  
January 23, 1997

Corporate Creations International Inc.

By:   
Luis A. Uriarte Vice President

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Corporate Creations International Inc.  
401 Ocean Drive #312 (Door Code #125)  
Miami Beach FL 33139-6629  
(305) 672-0686

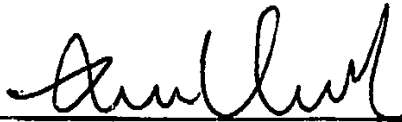
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
**Athletic Sportswear of America Inc.**

**REGISTERED AGENT:**  
**Jose Toledano**  
**7340 SW 42nd Street**  
**Miami 33155**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Jose Toledano  
by L.A. Uriarte as attorney-in-fact

Date: January 23, 1997

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