

097000011450

January 17, 1997
P. O. Box 57357
Jacksonville, FL 32241-7357

Corporation Division
Secretary of State
State Capital
Tallahassee, FL 32399

100002068141--6
-01/24/97--01088--001
****122.50 ****122.50

Dear Sir:

Please find enclosed in duplicate Articles of Incorporation of

The Winners, Inc./JAX

Our check in the amount of \$122.50 is also enclosed. Please return a certified copy to
at the above-stated address. You can reach me at 904/260-7474 should there be any
questions with this filing. Thank you!

Very truly yours,



Don L. Mooers
Secretary - Treasurer
The Winners, Inc./JAX

FILED
97 FEB -3 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-2250

609
64
615
1/29/97
FB



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

DON LM MOOERS
POST OFFICE BOX 57357
JACKSONVILLE, FL 32241-7357

SUBJECT: THE WINNERS, INC. / JAX
Ref. Number: W97000002250

We have received your document for THE WINNERS, INC. / JAX and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The designation of the registered agent must be at a Florida street address.

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 597A00004690

ARTICLES OF INCORPORATION

THE WINNERS, INC./JAX

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17 FEB - 3 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The undersigned, Frank C. Templo, Christopher C. Wishart, and Donald L. Mooers, whose mailing address is P. O. Box 57357, Jacksonville, FL 32241-7357, being at least 18 years of age, do hereby form a corporation under the general laws of the State of Florida.

SECOND: The name of the corporation, which is hereafter called the "Corporation", is The Winners, Inc./JAX.

THIRD: The purposes for which this Corporation is formed are as follows:

- (1) To do screen printing, embroidery, and other types of printing of clothing apparel and to market and sell such products.
- (2) To do such acts and carry on such business as may be permitted by the general corporate laws of the State of Florida.

FOURTH: The post office address of the principal office of the Corporation in Florida is P. O. Box 57357, Jacksonville, FL 32241-7357. The name and address of the Resident Agent of the Corporation is: Donald L. Mooers, 383 3rd St. Atlantic Beach, FL 32233, Duval County. Said Resident Agent is a citizen of the State of Florida and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Three Hundred Thousand (300,000) shares of the par value of One Cent (\$.01) per share, all of one class, and having an aggregate par value of three thousand (\$3000.00) Dollars. Each of said shares shall be common stock entitled to one vote per share.


SIXTH: The initial number of Directors of the corporation shall be three, which number may be increased or decreased pursuant to the By-Laws of the Corporation, but which number shall never be less than one; and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Frank C. Templo, Christopher C. Wishart, Donald L. Mooers.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 15th day of January, 1997.

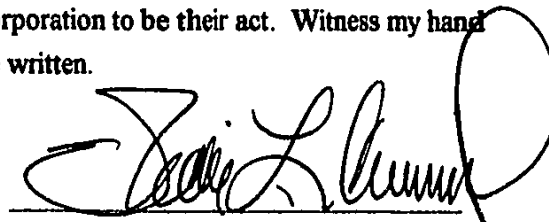

FRANK C. TEMPLO


CHRISTOPHER C. WISHART

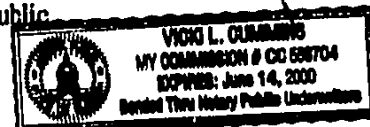

DONALD L. MOOERS

STATE OF FLORIDA)
) SS

I hereby certify that on this 16th day of January, 1997, before me, the subscriber, a Notary Public of the State of Florida in and for the County of Duval, personally appeared Frank C. Templo, Christopher C. Wishart and Donald L. Mooers and acknowledged the foregoing Articles of Incorporation to be their act. Witness my hand and notarial seal, the day and year last above written.


Notary Public

My Commission Expires:



* who presented Florida Driver's licenses as identification.

DESIGNATION OF REGISTERED AGENT

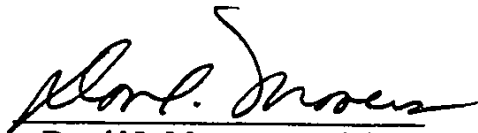
I, Frank C. Templo, President of The Winners, Inc./JAX, a corporation being formed under the laws of the State of Florida, hereby certify that the following named resident of Florida has been named the Registered Agent of this corporation:

Donald L. Mooers
383 3rd Street
Atlantic Beach, FL 32233


Frank C. Templo, President 2/1/97

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Donald L. Mooers, residing at 383 3rd Street, Atlantic Beach, FL 32233, hereby state that I am familiar with and accept the duties and responsibilities as Registered Agent for The Winners, Inc./JAX, a corporation being formed under the laws of the State of Florida.


Donald L. Mooers 2/1/97

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