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

Re: **Karachi Leather Garments, Inc.**  
**Articles of Incorporation**

100002106861--3  
-03/07/97--01016--021  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir/Madam:

Enclosed please find the following:

- o Articles of Incorporation for Karachi Leather Garments, Inc. (original and one copy); and
- o Our trust account check in the amount \$122.50 covering the following:
  - a. Filing fee;
  - b. Registered Agent designation; and
  - c. Certified copy fee.

Please be so kind as to file the original of the enclosed Articles of Incorporation and return the certified copy to the undersigned in the self-addressed, stamped envelope provided for your convenience. Your prompt attention to this matter is appreciated.

Sincerely,

JEFFREY A. DEVORE

JAD/dk

Enclosures

FILED  
97 MAR -7 PM 4:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
KARACHI LEATHER GARMENTS, INC.**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of the Corporation is: **Karachi Leather Garments, Inc.**

**ARTICLE II - DURATION**

This Corporation shall commence its existence on the date of filing these Articles with the Secretary of State and shall exist perpetually hereafter unless sooner dissolved according to law.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the laws of the United States, the State of Florida, or any other State, Province, Territory or Nation.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$1.00 per share. All of said stock shall be payable in cash, property (real or personal) or labor or services of just valuation to be fixed by the Board of Directors.

**ARTICLE V - CUMULATIVE VOTING**

Shareholders of this Corporation may vote their stocks cumulatively. Each shareholder shall have the total number of votes which is equal to the number of shares of stock with voting rights which such shareholder holds multiplied by the number of directors to be elected. The shareholder may give all of their votes to one candidate or distribute them among as many candidates as the

***Karachi Leather Garments, Inc.***

shareholder may wish. Notice must be given by any shareholder to the President or Vice President of the Corporation not less than 24 hours prior to the time set for the holding of a shareholders meeting for the election of directors that such shareholder intends to cumulate his vote at said election.

#### **ARTICLE VI - PREEMPTIVE RIGHTS**

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this Corporation which may be issued from time to time for money, property or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE, AGENT, AND PRINCIPAL PLACE OF BUSINESS**

The street and mailing address of the initial registered office and principal place of business of this Corporation is 2500 Springdale Boulevard, Suite G-317, Lake Worth, Florida 33461 and the initial registered agent of this Corporation at such office shall be Khawaja A. Rabbani, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of 1 members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number

*Karachi Leather Garments, Inc.*

of directors be less than 1. The names and addresses of the directors constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Khawaja A. Rabbani	2500 Springdale Boulevard Suite G-317 Lake Worth, Florida 33461

#### **ARTICLE IX - INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Khawaja A. Rabbani	2500 Springdale Boulevard Suite G-317 Lake Worth, Florida 33461

#### **ARTICLE X - BYLAWS**

The power to adopt, alter, amend or repeal the Bylaws of this Corporation shall be vested in the Board of Directors and Shareholders.

#### **ARTICLE XI - INDEMNIFICATION**


This Corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law either now existing or hereafter enacted. The private property of the stockholders cannot be subject to the payment of the corporate debts except as otherwise required by law.

#### **ARTICLE XII - AMENDMENTS**

*Karachi Leather Garments, Inc.*

Any provision of these Articles of Incorporation or any amendment to them may be amended or repealed by vote of the Shareholders.

IN WITNESS HEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of February, 1997.

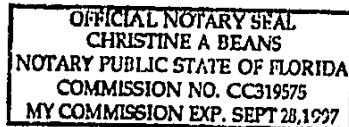
  
\_\_\_\_\_  
Incorporator

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PALM BEACH)

The foregoing Articles of Incorporation of **Karachi Leather Garments, Inc.** were acknowledge before me this 27<sup>th</sup> day of February, 1997 by Khawaja A. Rabbani, as Incorporator.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:




**Karachi Leather Garments, Inc.**

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for **Karachi Leather Garments, Inc.**, at the place designated in the Articles of Incorporation, Khawaja A. Rabbani, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 02/27/97

  
Khawaja A. Rabbani  
FILED  
97 MAR -7 PM 4: 15  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Karachi Leather Garments, Inc.**