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*Stanton G. Levin, P.A.*  
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February 6, 1997

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

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-03/13/97--01037--010  
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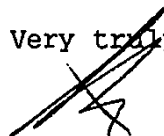
Re: INNOVATIONS SPORTSWEAR, INC.

Dear Sir/Madam:

Enclosed please find, for filing purposes, an original and one copy of the Articles of Incorporation for the above corporation and Registered Agent Certificate. Also enclosed is a copy of the name reservation form and a check in the amount of \$70.00.

Please file the enclosed originals and forward a filed copy of the same to the undersigned in the enclosed stamped envelope.

Very truly yours,

  
Stanton G. Levin

SGL/ar  
Enclosures: as noted above

FILED  
97 MAR 13 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 16, 1997

STANTON G. LEVIN, ESQ.  
1570 MADRUGA AVE.  
SUITE 311  
CORAL GABLES, FL 33146

The name INNOVATIONS SPORTSWEAR, INC. has been reserved for 120 days beginning January 16, 1997. The reservation number is R97000000206 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 797A00002241

ARTICLES OF INCORPORATION  
OF  
INNOVATIONS SPORTSWEAR, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:

INNOVATIONS SPORTSWEAR, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the initial principal office and the mailing address of the corporation shall be:

689 West 26 Street  
Hialeah, Florida 33010

ARTICLE III - CAPITAL STOCK

The number of shares the corporation is authorized to issue is:

1,000 shares of common stock.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the corporation's initial registered agent and office is:

Stanton G. Levin  
12120 S.W. 70th Court  
Miami, Florida 33156

ARTICLE V - INCORPORATOR


The name and address of the incorporator of the Articles of Incorporation is:

Stanton G. Levin  
12120 S.W. 70th Court  
Miami, Florida 33156

ARTICLE VI - EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation of the corporation shall be the date of filing of the Articles of Incorporation.

The undersigned has executed the Articles of Incorporation this 6<sup>TH</sup> day of FEBRUARY, 1997.

  
\_\_\_\_\_  
STANTON G. LEVIN

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

FILED  
97 MAR 13 PM 4:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is INNOVATIONS SPORTSWEAR, INC..
2. The name and address of the registered agent and office is:

Stanton G. Levin  
12120 S.W. 70th Court  
Miami, Florida 33156

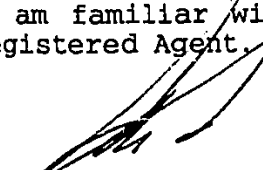
INNOVATIONS SPORTSWEAR, INC.

By:

  
SOLOMON SUSI  
President

STATEMENT OF ACCEPTANCE BY REGISTERED AGENT

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 such 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.

  
STANTON G. LEVIN

Date:

2/6/97