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FRIEDMAN, ROSENWASSER & GOLDBAUM

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AND COUNSELORS AT LAW

THE PLAZA • SUITE 801

5355 TOWN CENTER ROAD

BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

March 12, 1997

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

000002116120--3
-03/18/97--01059--017
***122.50 ***122.50

Re: Filing of Articles of Incorporation for G&I, Inc.
Our File: 5322.1000

To Whom It May Concern:

I enclose an original and a duplicate of the Articles of Incorporation and Designation of Registered Agent form regarding the above-referenced corporation.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope provided herein. Also, I enclose a check in the amount of \$122.50 representing the filing fees.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

Ilene Ratner
Ilene Ratner,
Legal Assistant

cc: Ronald N. Rosenwasser
Enclosures

MAR 20

BSB

W97-6559

FILED
97 MAR 29 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1997

FRIEDMAN, ROSENWASSER & GOLDBAUM
5355 TOWN CENTER ROAD
SUITE 801
BOCA RATON, FL 33486

SUBJECT: U&I, INC.
Ref. Number: W97000006559

We have received your document for U&I, INC. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00014248

MAR 27 1997

FRIEDMAN, ROSENWASSER & GOLDBAUM

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

ATTORNEYS AND COUNSELORS AT LAW

THE PLAZA • SUITE 801

5355 TOWN CENTER ROAD

BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

March 24, 1997

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

Re: Filing of Articles of Incorporation for G&I Apparels, Inc.
Our File: 5322.1000

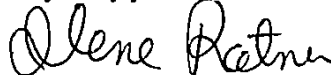
Dear Ms. Baker:

Enclosed, as per your instructions, is an amended original and a duplicate of the Articles of Incorporation and Designation of Registered Agent form regarding the above-referenced corporation. Also enclosed, for your reference, is a copy of your letter dated, March 20, 1997.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope provided herein. Also, I enclose a check in the amount of \$122.50 representing the filing fees.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,



Ilene Ratner,
Legal Assistant

cc: Ronald N. Rosenwasser
Enclosures

181N1033
030597.1103/030597.1103

ARTICLES OF INCORPORATION
OF
U&I APPARELS, INC.

FILED
97 MAR 27 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I

Name

The name of the corporation is U&I *Apparels, Inc.*

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

5841 SW 36 Ct., # 202
Davie, FL 33314

Article V

Capital Stock

This corporation is authorized to issue Ten Thousand (10,000) shares of One Cent (\$.01) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **The Plaza, 5355 Town Center Road, Suite 801, Boca Raton, FL 33486**, and the name of the initial registered agent of this corporation at the address is **Ronald N. Rosenwasser, Esq.**

Article VII

Initial Board of Directors

This corporation shall have the following number of directors initially: **1**. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

**Sohail H. Khan
5841 SW 36 Ct., # 202
Davie, FL 33314**

Article VIII

Incorporators

The name and address of the person signing these Articles are:

**Sohail H. Khan
5841 SW 36 Ct., # 202
Davie, FL 33314**

Article IX

Powers

This corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, to the fullest extent permitted by law

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on March 5, 1997.



Sohail H. Khan, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

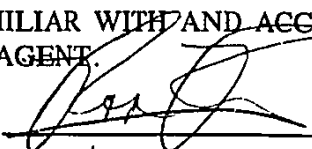
Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **U&I APPARELS, Inc.**
2. The name and address of the registered agent and office is:

Ronald N. Rosenwasser, Esq.
Friedman, Rosenwasser & Goldbaum
The Plaza, 5355 Town Center Road, Suite 801
Boca Raton, Florida 33486

FILED
97 MAR 24 PM 1:41
SECRETARY OF STATE
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.

Signature 

Date 3/10/97