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ARTICLES OF INCORPORATION

<u>OF</u>

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEWING MACHINE EXCHANGE, INC.

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

Article I. NAME

The name of this corporation shall be Sewing Machine Exchange, Inc.

Article II. PLACE OF BUSINESS

The principal place of business of this corporation shall be 4237 W. Kennedy Blvd., Tampa, FL 33609.

Article II. NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

Article III. DURATION

This corporation shall exist perpetually.

Article IV. CAPITAL STOCK

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value stock, which shall be designated "Common Shares".

Article V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4237 W. Kennedy Blvd., Tampa, FL 33609, and the name of the initial registered agent of this corporation at that address is Ronald Keegan.

Article VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation are:

Ronald Keegan 4237 W. Kennedy Blvd. Tampa, FL 33609

Article VII. OFFICERS

The initial officers of this corporation and their offices shall be as follows:

PRESIDENT Ronald Keegan

VICE-PRESIDENT Julia E. Keegan

SECRETARY Veror

Veronica Bermudez

TREASURER

Ronald Keegan

Article VIII. INCORPORATOR

The name and address of the person signing theses articles is:

Ronald Keegan 4237 W. Kennedy Blvd. Tampa, FL 33609

Article IX. AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

Article X. EFFECTIVE DATE

MY COMMISSION EXPIRES:

CERTIFICATE DESIGNATING REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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 Sewing Machine Exchange, Inc.
- 2. The name and address of the registered agent and office is:

Ronald Keegan 4237 W. Kennedy Blvd. Tampa, FL 33609

Signature

Title

President

Date

3/25/97

HAR 27 MIL: 08
SELVATIONSSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature

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Date

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