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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS	FAX #: (904)922-4001
FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A.	ACCT#: 102450002676
CONTACT: MARY W KURLANSIK	FAX #: (305)670-6152
PHONE: (305)670-0201	

NAME: SEA BREEZE KNITS, INC.
 AUDIT NUMBER.....H97000005234
 DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
SEA BREEZE KNITS, INC.

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ARTICLE I - NAME

The name of this corporation is SEA BREEZE KNITS, INC.

ARTICLE II - CORPORATE EXISTENCE

The existence of this corporation shall commence on the day of filing these Articles of Incorporation. The duration of the corporation shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business and the objects and purposes to be transacted, promoted, or carried on by the corporation are to engage in any lawful act, activity or business for which corporations may be organized under the laws of the State of Florida. Additionally, the corporation shall have all of the powers vested in a corporation organized under and existing by virtue of the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
7,500	\$ 1.00	Common

This instrument prepared by:
Joseph Barry Schimmel, Esquire
Florida Bar No. 089593
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

ARTICLE V - OFFICERS

The Initial officers of the Corporation shall be:

President	Seymour Gendal
Secretary	Seymour Gendal
Treasurer	Seymour Gendal

ARTICLE VI - PRINCIPAL OFFICE

The corporation's principal office shall initially be located at the following address:

4740 S. Ocean Boulevard, Apt 705
Highland Beach, Florida 33487

The corporation's mailing address shall, initially, be located at the same address.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows:

<u>REGISTERED AGENT</u>	<u>STREET ADDRESS OF REGISTERED OFFICE</u>
Seymour Gendal	4740 S. Ocean Boulevard, Apt 705 Highland Beach, Florida 33487

ARTICLE VIII - 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 initial director of this corporation is:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Seymour Gendal	4740 S. Ocean Boulevard, Apt 705 Highland Beach, Florida 33487

ARTICLE IX - INCORPORATOR

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

NAME

ADDRESS

Seymour Gendal

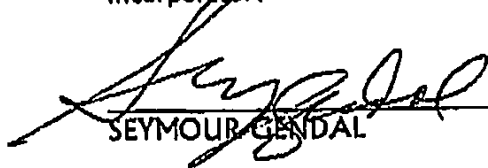
4740 S. Ocean Boulevard, Apt 705
Highland Beach, Florida 33487

ARTICLE X - INDEMNIFICATION

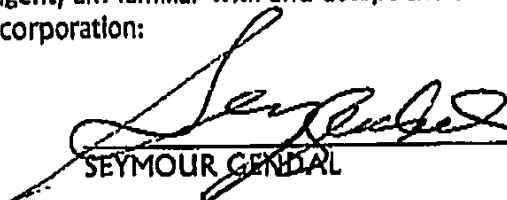
This corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ___ day of March, 1997.

Incorporator:


SEYMOUR GENDAL

I, the undersigned initial registered agent, am familiar with and accept the duties and responsibilities as registered agent for the corporation:


SEYMOUR GENDAL

PARAISEADREEZARTICLES

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