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\*\*\*\*\*75.00 \*\*\*\*\*75.00

From:

The Factory Apparel Divisions Inc.  
932 North Dixie Hwy  
Suite C  
Lake Worth FL 33460

Dear Corporations Division:

Please find enclosed:

1. An original Articles of Incorporation and one copy for The Factory Apparel Division Inc.
2. A certified check or money order in the amount of \$75.00 for filing fees (a certified copy is not required)

Please send responses or receipts concerning this filing to the above address.  
Thank you very much.

Date:

*Wendy Crage*

Wendy Crage

FILED  
97 APR 22 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APR 23 1997  
*[Signature]*

ARTICLES OF INCORPORATION  
of

97 APR 22 PM 1:22  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of Incorporation for the purpose of forming a for-profit corporation.

**Article 1.** The name of the Corporation is:

**The Factory Apparel Divisions Inc.**

**Article 2.** The principal place of business and mailing address of this corporation is:

**932 North Dixie Hwy. Suite C Lake Worth FL 33460**

**Article 3.** The corporation is authorized to issue one class of stock, that being **1,000** shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

**Article 4.** The name and address of the corporation's initial registered agent is:

**James Crage: 398 NE 24th Ct. Boca Raton FL 33431**

**Article 5.** The name and street address of the incorporator of this corporation is:

**Wendy Crage: 398 NE 24th Ct. Boca Raton FL 33431**

**Article 6.** No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: **4-21-97**

Name of Incorporator: **Wendy Crage**

Signature of Incorporator:

*Wendy Crage*

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

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

James  
Name Crage  
Street address

Agent: 398 NE 24th Ct.  
Boca Raton FL 33431

Office: 932 North Dixie Hwy.  
Suite C  
Lake Worth FL 33460

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TALLAHASSEE, FLORIDA

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Having been named as the 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 of registered agent:



Date of signature:

4/21/97