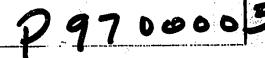
CAPITAL CONNECTION, INC.

417 E. Viginia Steel, Salle I. - Inflatinssee, Blotchi Call.

100 D.23 8870 - 1.800. 112 mis2 - Fax (90 D 272 132)





000002224560--9 -06/27/97--01022--016 ****122.50 ****122.50

Miami	appa	rel
Mami	oution	, IN.

	All of life, l'île	
• • • • • • • • • • • • • • • • • • • •	1:10 bildiretship title	
	lorelgii Corp. File.	
	I.t. He	
	Metithans Natue File	
	Natile Reservablear	
,	Metget File	
	Art. of Amend. File.	
	kA kesignalan	
	Dissibition / Wilhdrawat	
,	Aimud Reput / Refustatement	
V	tal tall	
	tell.topy 97 July P. Hudatopy R. F.	
,	to till and other Road	
<u> </u>	terifficate of shall shading 20 m	
	Learn and Learn 99	
	Cellicate of Helliton Bangs 177	,
<u> </u>	Complete in Second Seco	
***	Uffled Seitel	
	Hellling Search	
	Fieldhuts Livnet Search	
manner an	Vehlele Soutell	
********	Hatchig thread	,
Ŕ	net for the	١,
, HIII	Her H. Benefic .	
	The filt ball and the first of the second	1

United

JUN 27 Signalute Requested by: Name Will Dek Up Walk In

ARTICLES OF INCORPORATION OF MIAMI APPAREL DISTRIBUTION, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, Florida Statutes, Chapter 607, adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE - Name

The name of this corporation is MIAMI APPAREL DISTRIBUTION, INC.

ARTICLE TWO - Duration

The period of its duration is perpetual.

ARTICLE THREE - Purpose

The purpose is to such extent as a corporation is organized under the corporation law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this corporation or to enhance the value of its business plan; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the corporation laws of this state or under any act amending those laws, supplemental thereto, or substituted therefore.

ARTICLE FOUR - Capital Stock

The corporation is authorized to issue 1,000 shares, all of one class, at \$0.50 par value.

ARTICLE FIVE - Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows:

Kris I. Dougherty
4230 N.W. 128th Street
Opa Locka, Florida 33054

ARTICLE SIX - Initial Board of Directors

The corporation shall have one director initially. The number of directors may be increased from time to time but shall never be less than one

The name and addresses of the initial director of this corporation is:

Name

Address

Kris I. Dougherty

4230 N.W. 128TH Street Opa Locka, Florida 33054

ARTICLE SEVEN - Incorporator

The name and address of the Incorporator signing this Articles of Incorporation is:

Name

<u>Address</u>

Kris I. Dougherty

4230 N.W. 128TH Street: Opa Locka, Florida 33054

ARTICLE EIGHT - Non-Resident Directors

Directors need not be residents of this state or shareholders unless Articles of Incorporation or Bylaws so require.

ARTICLE NINE - Meetings by Conference Telephone

Members of the Board of Directors may participate in special, regular and annual meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE TEN - Informal Action of Directors

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE ELEVEN - Amendment of Articles

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.

IN WITNESS WHERE Incorporation this 26 th day of		rsigned Inco	огрогато	or has execu	ited these Art	icles of
		Lris	2	May	shertz	
		Kris I. Do		,	0	
		Incorporat	OL			
STATE OF FLORIDA)					
COUNTY OF BROWARD) ss:)					

BEFORE ME, the undersigned authority, personally appeared Kris I. Dougherty and to me produced the identification of a Florida drivers license number D 263 - 509 - 53 - 123 - 0 and acknowledged to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of June, 1997.

CERTIFICATE OF DESIGNATION OF INITIAL REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0202(1)(b), FLORIDA STATUTES, THE UNDERSIGNED, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is MIAMI APPAREL DISTRIBUTION, INC.

The name and address of the initial registered agent and the initial principal office is:

Kris I. Dougherty 4230 N.W. 128th Street Opa Locka, Florida 33054

Having been named as registered agent 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.

Kris I. Dougherty
Dated: June 26, 1997

27 AHII: 17
ARY OF STATE
SSEE, FLORIDI

970042\articlesinc.art