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November 7, 1997

*BOARD CERTIFIED REAL ESTATE LAWYER
**ALSO ADMITTED IN NEW YORK

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

Re: GOP Wear, Inc.

EFFECTIVE DATE
11-7-97

4
600002342736--6
-11/10/97-01095--001
*****78.75 *****78.75

Dear Sir or Madame:

Enclosed are the Articles of Incorporation for GOP Wear, Inc. and a check in the amount of \$78.75 for the filing fee, registered agent fee and a request for a certificate of good standing.

Thank you for your prompt attention to this matter and if you have any questions, please do not hesitate to call.

Very truly yours,


Danette La France
Legal Assistant

FILED
97 NOV 10 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/dl
Enclosures

NOV 12 1997

ARTICLES OF INCORPORATION
OF
GOP Wear, Inc.

EFFECTIVE DATE
11-7-97

ARTICLE I. NAME

The name of this corporation shall be GOP Wear, Inc.

ARTICLE II. PRINCIPAL OFFICE

The mailing address and principal place of business of the corporation is Oakmont Capital Resources, 3304 1st Street West, Bradenton, Florida 34207

ARTICLE III. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of signing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

ARTICLE IV. PURPOSE

The general purposes for which the corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE V. CAPITAL STOCK

This corporation shall have the authority to issue 1,000 shares of One Dollar (\$1.00) par value common capital stock.

ARTICLE VI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII. INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's initial registered office shall be: 1205 Manatee Avenue West, Bradenton, Florida 34205.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Timothy A. Knowles, Esquire

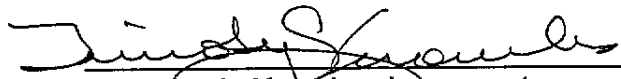
ARTICLE VIII. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator is: Timothy A. Knowles, Esquire, Harlee, Porges, Hamlin, Knowles, Bald & Prouty, P.A., 1205 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE IX. AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles Of Incorporation of this corporation shall be vested in the shareholders by a majority vote of such shareholders.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 7th day of November, 1997




Timothy A. Knowles, Incorporator

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 7th day of November, 1997, by Timothy A. Knowles, designated above as the individual who shall serve as this corporation's incorporator, who is personally known to me.

(NOTARY STAMP)



Notary Public



DANETTE LAFRANCE
My Commission CC569270
Expires Sep. 10, 2000

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Timothy A. Knowles which is contained in the foregoing Articles of Incorporation. Pursuant to Section 607.0501(3), Florida Statutes (1991), I hereby state that I am familiar with and accept the duties, obligations and responsibilities as Registered Agent for said corporation.

DATED this 7th day of November, 1997.


Timothy A. Knowles, Registered Agent

PREPARED BY:
Timothy A. Knowles, Esquire (Fla. Bar No. 348181)
Harlee, Porges, Hamlin,
Knowles, Bald & Prouty, P.A.
1205 Manatee Avenue West
Bradenton, Florida, 34205
(941)748-3770

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