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December 2, 1997

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†CERTIFIED FAMILY MEDIATOR
**CERTIFIED CIVIL MEDIATOR

FILED
DEC-5 AM 8:01
TALLAHASSEE, FLORIDA

SIGSBEE SCRUGGS
1898-1983

PARKS M. CARMICHAEL
1909-1994

WILLIAM D. PRIDGEON
1933-1980

MICHELLE VAUGHNS
1946-1982

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RAY D. HELPLING
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OF COUNSEL
WILLIAM C. ANDREWS

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-12/05/97--01078--013
***122.50 ***122.50

Re: R M C Sportswear, Inc.

Dear Sir or Madam:

Enclosed are original Articles of Incorporation and Designation of Resident Agent, together with our check in the amount of \$122.50 for the captioned corporation. Also enclosed is a copy of the documents to be certified and returned to our office.

Thank you for your assistance in this regard and should you have any questions, please contact our office.

Yours truly,



Joyce Parish
Assistant to
Frank P. Saier, Esq.

/jp
Enclosures

F. CHESSEY DEC 9 1997

ARTICLES OF INCORPORATION

OF

R M C SPORTSWEAR, INC.

FILED
DEC-5-5 AM 8:01
ALLAHACSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, being natural person(s) competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

NAME The name of the corporation shall be R M C SPORTSWEAR, INC.

ARTICLE II

NATURE OF BUSINESS The general nature of the business to be transacted by this corporation is:

1. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.
2. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, or transfers of corporate indebtedness as required.
3. To purchase the corporate assets of any other corporation engaged in same or other character of business.
4. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of the capital stock of, or any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.
5. To engage in any other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

CAPITAL STOCK The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 7,000

shares of common stock at a par value of One Dollar (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V

TERM OF EXISTENCE The corporation is to exist perpetually.

ARTICLE VI

ADDRESS The initial address of the principal offices of the corporation is 4361 Steed Terrace, Winter Park, FL 32792. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS The corporation shall have one Director initially and shall be comprised of stockholders only. The number of Directors may be increased or decreased from time to time by By-Laws adopted by the stockholders but shall never be less than one (1) or more than nine (9). The Directors shall be entitled to one vote for each share of common stock owned.

ARTICLE VIII

BOARD OF DIRECTORS The names and addresses of the members of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws adopted by the stockholders are:

Robert M. Carnes
4361 Steed Terrace
Winter Park, FL 32792

ARTICLE IX

SUBSCRIBER The name and address of the subscriber to these Articles of Incorporation is FRANK P. SAIER, 1330 N.W. 6th Street, Gainesville, Florida 32601.

ARTICLE X

REGISTERED AGENT AND REGISTERED ADDRESS Robert M. Carnes, whose address is 4361 Steed Terrace, Winter Park, FL 32792, is authorized to serve as the initial registered agent of the corporation to accept service of process as resident agent of the corporation.

ARTICLE XI

PRE-EMPTIVE RIGHTS Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the

corporation at any such time as the same are offered for sale by the corporation.

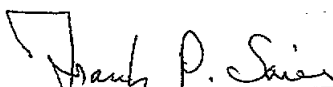
ARTICLE XII

BY-LAWS The Stockholders shall be authorized to adopt By-Laws, including therein a provision for replacement of loss or destroyed stock certificates; for a lien upon the stock for Stockholders' indebtedness to the corporation; that such By-Laws are not to be inconsistent with the laws of the State of Florida; that the By-Laws can be amended by the Stockholders of this corporation; and a provision that, by a Stockholder's agreement or by By-Laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

ARTICLE XIII

AMENDMENTS These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the Stockholders and approved by a Stockholders' meeting by a majority entitled to vote thereon, unless Stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 1st day of December, 1997.



FRANK P. SAIER, Subscriber

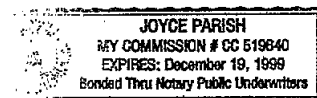
STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority personally appeared FRANK P. SAIER, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that he signed the same freely and voluntarily for the uses and purposes therein express.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, this 1st day of December, 1997.



Notary Public, State of Florida
My Commission Expires:




CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That R M C SPORTSWEAR, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Gainesville, County of Alachua, State of Florida, has named ROBERT CARNES, 4361 Steed Terrace, Winter Park, FL 32792, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ROBERT CARNES, Resident Agent

FILED
97 DEC -5 AM 8:01
ALACHUA, FLORIDA