

P98000013187

February 4, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400002425134--6
-02/09/98--01067--010
*****70.00 *****70.00

RE: MIAMI GOLD, INC.

Dear Department of State:

Enclosed is an original and (1) one copy of the Articles of Incorporation and a check
for :

☒ \$70.00 ☐ \$78.75 ☐ \$122.50 ☐ \$131.25

Please return a copy of the filed Articles of Incorporation to our office(address
below). Thank you !

FROM:

Jonathan Bloom, P.A.
21845 Powerline Road, Suite 207
Boca Raton, Florida 33433
Telephone: (561) 347-9964

FILED
98 FEB -9 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T4M-2/10/98

**ARTICLES OF INCORPORATION
OF
MIAMI GOLD, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE 1 - NAME

The name of the corporation is Miami Gold, Inc.

ARTICLE 2 - PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 5424 Grand Park Place, Boca Raton, Florida 33431.

ARTICLE 3 - CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE 4 - PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of wholesale of clothing.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	David Sprung
Vice-President:	David Sprung
Secretary:	David Sprung
Treasurer:	David Sprung

Law Offices of Jonathan Bloom, P.A.
21846 Powerline Road, Suite 207, Boca Raton, Florida 33433 Telephone: (561) 347-9964

FILED
98 FEB -9 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 6 - DIRECTORS

The Director(s) of the Corporation shall be: David Sprung

ARTICLE 7 - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one thousand (**1000**). Such shares shall be of a single class, and shall have a par value of **\$1.00** per share.

ARTICLE 8 - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 21845 Powerline Road, Suite 207, Boca Raton, Florida 33433, and the name of its initial registered agent at such address, is Jonathan Bloom, Attorney.

ARTICLE 9 - INCORPORATOR

The name and address of the incorporator is David Sprung, 5424 Grand Park Place, Boca Raton, Florida 33431.

ARTICLE 10 - BYLAWS

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

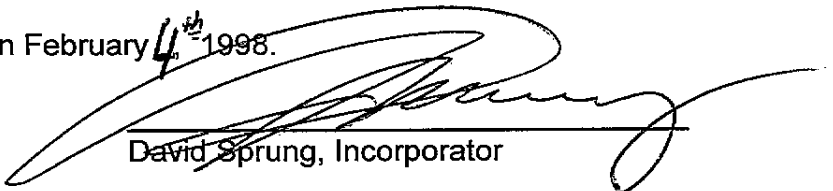
ARTICLE 11 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 12 - AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on February 4th 1998.


David Sprung, Incorporator

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

**PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

- 1. The name of the corporation is: MIAMI GOLD, INC.**
- 2. The name and address of the registered agent and office is:**

**Jonathan Bloom, Attorney
21845 Powerline Road, Suite 207
Boca Raton, Florida 33433**

**Having been named as 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.**

Dated: February 3, 1998


Jonathan Bloom, Attorney

FILED
98 FEB -9 PM 12:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA