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28° 5' 39" N, 82° 29' " W.  
JESSE V. DOMINGUEZ, P.A.  
ATTORNEY AT LAW

105 SOUTH ARMENIA AVENUE-TAMPA, FLORIDA 33609-(813)874-1182

February 13, 1998

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

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-02/16/98--01118--013  
\*\*\*\*122.50 \*\*\*\*122.50

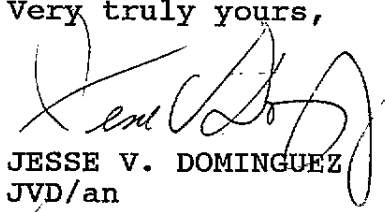
Re: SEW WHAT-EVER EMBROIDERY, INC.

Dear Sir:

We are enclosing Articles of Incorporation of the above-named corporation, in duplicate, with the request that the corporation be registered.

Also enclosed is a check in the amount of \$122.50 to cover the tax, a certified copy of the Articles, filing fee and resident agent designation.

Very truly yours,

  
JESSE V. DOMINGUEZ  
JVD/an

Encl.

FILED  
98 FEB 26 AM 10:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BROCK FEB 25 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 17, 1998

JESSE V. DOMINGUEZ, P.A.  
105 SOUTH ARMENIA AVE.  
TAMPA, FL 33609

SUBJECT: SEW WHAT-EVER EMBROIDERY, INC.  
Ref. Number: W98000003542

We have received your document for SEW WHAT-EVER EMBROIDERY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6925.

Barbara Brock  
Document Specialist

Letter Number: 698A00009065

ARTICLES OF INCORPORATION

OF

SEW WHAT-EVER EMBROIDERY, INC.

FILED

98 FEB 26 AM 10:17

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a Corporation under the Florida General Corporation Act, do(es) hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation is: Sew What-Ever Embroidery, Inc.

ARTICLE II

This Corporation shall have perpetual existence. The date and time of the commencement of corporate existence is the date of filing these Articles with the Secretary of State.

ARTICLE III

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

The total authorized capital stock of this Corporation shall consist of ONE THOUSAND (1000) shares of common stock having a par value of ONE (\$1.00) DOLLAR each, amounting in the aggregate to ONE THOUSAND (\$ 1,000.00) DOLLAR(S).

ARTICLE V

Every shareholder, upon the sale of cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

The street address of the initial principal office of this Corporation is 4705 El Dorado Drive, Tampa, FL 33615, and the name of the initial registered agent of this Corporation is Adriana Naimo, whose street address is 4705 El Dorado Drive, Tampa, FL 33615.

ARTICLE VII

This Corporation shall have 2 director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director(s) of this Corporation is:

Adriana Naimo, 4705 El Dorado Drive, Tampa, FL 33615 and  
Janice Bigelow, 4705 El Dorado Drive, Tampa, FL 33615

ARTICLE VIII

The name and address of the person(s) signing these articles is:

Adriana Naimo, 4705 El Dorado Drive, Tampa, FL 33615

ARTICLE IX

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board if Directors and the Shareholders.

ARTICLE X

Shares are held by the initial shareholders listed above and may not be resold or otherwise transferred unless such shares are first offered to the remaining shareholders or to this Corporation. The price and terms at which and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the Shareholders and this Corporation.

ARTICLE XI

The approval of the Shareholders of this Corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

Dividends may be paid to Shareholders only out of the unreserved and unrestricted earned surplus of the Corporation.

ARTICLE XIII

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XIV

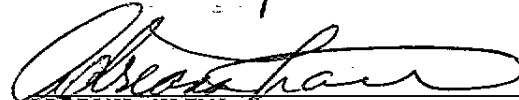
The Director(s) of this Corporation may take action by written consent, as provided by law, except the following actions must be taken at a meeting of Directors.

1. Dissolution or merger of the Corporation, or
2. Sale of Corporate assets.

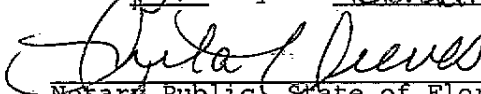
ARTICLE XV

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the Stockholders entitled to Vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of those Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation on this 13<sup>th</sup> day of February, 1998.

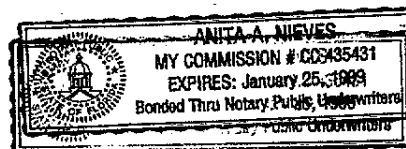
  
ADRIANA NAIMO

SUBSCRIBED AND ACKNOWLEDGED before me by, ADRIANA NAIMO, who is personally known to me or who produced \_\_\_\_\_ as identification on this 13<sup>th</sup> day of February, 1998.

  
Notary Public, State of Florida

Name: Anita Nieves

My Commission Expires:



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

In pursuance of Florida Statute Section 607.034, the following  
is submitted, in compliance with said Statute:

That SEW WHAT-EVER EMBROIDERY, INC. desiring to organize under  
the laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation at City of Tampa, County  
of Hillsborough, State of Florida, has named ADRIANA NAIMO, located  
at 4705 El Dorado Drive, City of Tampa, County of Hillsborough,  
State of Florida, 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 place designated in this certificate, I  
hereby accept to act in this capacity, and agree to comply with the  
provisions of said Statute relative to keeping open said office.

  
ADRIANA NAIMO

FILED  
98 FEB 26 AM 10:17  
CLERK OF STATE  
TALLAHASSEE, FLORIDA