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Examiner's Initials

CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 2, 1998

STEVEN A. SPENCER 1900 E. ROBINSON ST. ORLANDO, FL 32803

SUBJECT: CAPIFALI' LEATHER IMPORTS, INC.

Ref. Number: W98000007411

We have received your document for CAPIFALI' LEATHER IMPORTS, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6924.

Sharon Tala Document Specialist Supervisor

Letter Number: 098A00017746

OF

CAPIFALI LEATHER IMPORTS, INC.



ARTICLE I. NAME

The name of this corporation is:

CAPIFALI LEATHER IMPORTS, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE III. CAPITAL STOCK

This corporation is authorized to issue 500 shares of One Dollar par value common stock, which shall be designated "Common Shares."

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The street address of t	he initial registered and principal of	fice	•
of this corporation is:	1900 E. Robinson Street Orlando, Florida 32803		 ;
The name of the initial	registered agent of this corporation		
at that address is:	Steven A. Spencer	ė.	i Talanda

ARTICLE V. INITIAL BOARD OF DIRECTORS

This corporation shall initially have one director. The corporation may, by amendment to the By-laws, increase the Board of Directors to more than one. This is initially a one person corporation; provided, however, that by amendment to the By-laws, the number of officers, directors and stockholders may be increased. The name and address of the director of this corporation is:

Gilbert J. Umpierre III
1900 E. Robinson Street
Orlando, Florida 32803

ARTICLE VI. INCORPORATORS

The name and address of the person signing these Articles is:

Gilbert J. Umpierre III

1900 E. Robinson Street

Orlando, Florida 32803

ARTICLE VII. BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

Gilbert J. Umpierre III
FOL USTB - 290-67-3370

STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgements, personally appeared <u>Gilbert J. Umpierre III</u>, who is personally known to me as the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and who did not take an oath, and he or she acknowledged before me that he or she subscribed to those Articles of Incorporation and executed the same.

WITNESS my hand and official seal in the County and State named above, this 26^{th} day of Merch, 1998.

CAROL L COOK
My Commission CC411838
Expires Oct. 05, 1998
Bonded by ANB
800-852-5878

NOTARY PUBLIC

Printed Notary Signature

My Commission Number: CC411636

My Commission Expires: October 5, 1998

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:

First - That CAPIFALI LEATHER IMPORTS, INC. desiring to organize under the laws of the State of Florida with its initial registered and principal office at:

1900 E. Robinson Street

Orlando, Florida 32803

has named Steven A. Spencer , located at 1900 E. Robinson Street Orlando, FL 32803 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 provisions of said Act relative to keeping open said office.

Steven A Spencer

Registered Agent