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LAW OFFICES

FRESHMAN FRESHMAN & TRAITZ
PROFESSIONAL ASSOCIATION

JERALD A. FRESHMAN
LAWRENCE N. FRESHMAN
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TWO DATRAN CENTER
SUITE 1701
9130 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156
TELEPHONE (305) 670-1400
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August 4, 1998

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
George Firestone Building
Tallahassee, Florida 32399

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-08/06/98--01043--004
***122.50 ***122.50

Re: United Wear, Inc.

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation of United Wear, Inc. and check in the amount of \$122.50 representing the filing fee, registration fee etc. Please forward a certified copy of the Articles back to our office in the enclosed self-addressed stamped envelope.

Very truly yours,


JERALD A. FRESHMAN

JAF:lrg

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -6 PM 2:24

D. BROWN AUG 11 1998

**ARTICLES OF INCORPORATION
OF**

UNITED WEAR, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -6 PM 2:24

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

UNITED WEAR, INC.

The address of the principal office of this corporation shall be **2550 N.W. 39 Street, Miami, Fla. 33142**, and the mailing address shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock having no par value per share.

ARTICLE IV - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

**Jerald A. Freshman
%Freshman Freshman & Traitz, P.A.
9130 S. Dadeland Blvd., #1701
Miami, Florida 33156**

ARTICLE V - REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent of this corporation is:

JERALD A. FRESHMAN
9130 S. Dadeland Boulevard, Suite 1701
Miami, Florida 33156

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time in such manner as may be prescribed by the bylaws. The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Steven Gillman	500 Spectrum Circle Oxnord, California 93080
Jack Kuper	2550 N.W. 39th Street Miami, Florida 33142

IN WITNESS WHEREOF, the undersigned subscriber has executed
these Articles of Incorporation this 5th day of August, 1998.

JERALD A. FRESHMAN

STATE OF FLORIDA)

ss:

COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State of Florida, County of Dade, to take acknowledgements, personally appeared **JERALD A. FRESHMAN**, to me known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

WITNESS my hand and official seal in the County and State above named this 5th day of August, 1998..

NOTARY PUBLIC

Linda R. Grammes
(Print, type or stamp Commissioned
Name of Notary Public)

Personally known Linda R. Grammes or Produced Identification
Type of Identification produced _____



LINDA R. GRAMMES
COMMISSION # CC 526456
EXPIRES MAR 16, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named to accept service of process for UNITED WEAR, INC. at the place designated in Article V hereof, hereby accepts such agency and agrees to comply with the provisions of the Florida Statutes relative to keeping open said office.


JERALD A. FRESHMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -6 PM 2:25