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CERTIFIED FAMILY LAW MEDIATOR

\* ESTATE PLANNING

P98000090816

October 22, 1998

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

100002670931--0  
-10/23/98--01033--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: P & R Apparel, Inc.

EFFECTIVE DATE  
10-22-98

Dear Sir/Madam:

We enclose the original and one copy of the Articles of Incorporation for the above-named corporation with Acceptance of Registered Agent and our \$78.75 check in payment of the following fees:

Filing of Articles of Incorporation	\$35.00
Registered Agent Designation	35.00
Certified copy of Articles of Incorporation	8.75

Please certify the enclosed copy of the Articles of Incorporation and return them, together with the filing receipt, to our office in the Federal Express envelope enclosed.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By: *Betsy Courant*  
Betsy Courant  
Legal Assistant

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 23 AM 11:23

/bc  
encls.

cc: Mr. Peter White

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B. BROCK OCT 26 1998

ARTICLES OF INCORPORATION

FOR

**P & R APPAREL, INC.**

The undersigned, acting as incorporator under the Florida Business Corporation Act, adopts the following Articles of Incorporation for **P & R APPAREL, INC.**

1. The name of the corporation is **P & R APPAREL, INC.**

2. The principal office of the corporation is:

6790 N.W. 37th Avenue  
Miami, Florida 33147

**EFFECTIVE DATE**  
10-22-98

3. The corporation shall have authority to issue 7500 shares of stock, all of one class with a par value of \$.10 per share.

4. The corporation's initial registered office is: 2200 Corporate Boulevard, N.W., Suite 401, Boca Raton, Florida 33431. The name of the corporation's initial registered agent at this office is HCRM Corp.

5. The purpose of the corporation is to engage in any activity or business permitted under the laws of the United States or Florida.

6. The name and address of the incorporator is:

Name

Address

HCRM Corp.

2200 Corporate Boulevard, N.W.  
Suite 401  
Boca Raton, Florida 33431

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 23 AM 11:23

7. The effective date of the corporate existence pursuant to section 607.0203 of the Florida Statutes shall be October 22, 1998, provided such date is within five (5) business days prior to the date of filing.

Executed and subscribed at Boca Raton, Florida on October 22, 1998.

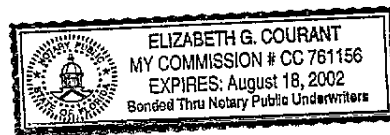
HCRM Corp., as Incorporator

By: David A. Riggs  
David A. Riggs, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation of P & R APPAREL, INC. were acknowledged before me by David A. Riggs, Vice President of HCRM Corp., a Florida corporation, who is personally known to me and who did not take an oath, on this 22nd day of October, 1998 on behalf of HCRM Corp.

Elizabeth G. Courant  
Notary Public  
My commission expires:  
Printed Name:



Acceptance of Registered Agent

HCRM CORP. hereby accepts the above appointment as registered agent of P & R APPAREL, INC. and acknowledges that it is familiar with the obligations of that position.

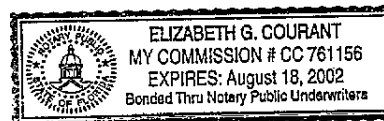
HCRM CORP.

By: David A. Riggs  
David A. Riggs, Vice President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing Acceptance of Registered Agent was acknowledged before me by David A. Riggs, Vice President of HCRM Corp., a Florida corporation, who is personally known to me and who did not take an oath, on this 22nd day of October, 1998 on behalf of HCRM Corp.

Elizabeth G. Courant  
Notary Public  
My commission expires:  
Printed Name:



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