

TRANSMITTAL LETTER

P98000093415

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

SUBJECT: ~~Everlast~~ Nicki Sanicki, Inc.
(Proposed corporate name - must include suffix)

100002677901--6
-11/02/98--01083--017
*****70.00 *****70.00

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

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: _____
Name (Printed or typed)

EVERLAST
CHEMICAL CORPORATION
2091 N.W. 29th Street
FT. LAUDERDALE, FLORIDA 33311

Daytime Telephone number

98 NOV - 2 AM 9:02
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. BROCK NOV 4 1998

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of this corporation is NICKI SANICKI, INC.
The principal address and the mailing address of the initial
office of this corporation is 2091 N.W. 29TH STREET
OAKLAND PARK, FLORIDA 33311.

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ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the
date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any
or all lawfull business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of
\$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V PRE EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of
this corporation shall have the right to purchase his prorata 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 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2091 N.W. 29TH STREET OAKLAND PARK, FLORIDA 33311. The name of the initial registered agent of this corporation at that address is STEVEN ROSENFELD.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Directors constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the ByLaws. The names and address of the initial Board of Directors of this corporation is :

NAME	ADDRESS
GARY COHN	11548 N.W.20TH COURT CORAL SPRINGS, FL 33071
STEVEN ROSENFELD	9870 S.W.2ND STREET PLANTATION, FL 33324

ARTICLE VIII INCORPORATORS

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

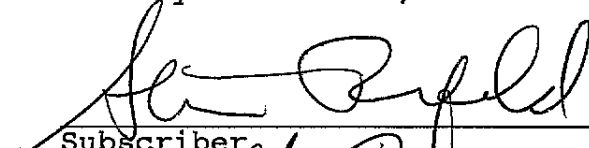

NAME	ADDRESS
STEVEN ROSENFELD	9870 S.W.2ND STREET PLANTATION, FL. 33324
GARY COHN	11548 N.W.20TH COURT CORAL SPRINGS, FL 33071

ARTICLE IX INDEMNIFICATION

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

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of OCTOBER, 1998


Subscriber

Subscriber

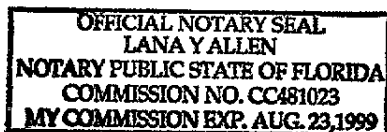
STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STEVEN ROSENFELD AND GARY COHN known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 30 day of OCTOBER, 1998.


Notary Public, State of Florida at Large
LANA Y ALLEN

My commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

NICKI SANICKI, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF OAKLAND PARK STATE OF FLORIDA, HAS NAMED STEVEN ROSENFELD LOCATED AT 9870 S.W. 2ND STREET CITY OF PLANTATION, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: 

(Corporate Officer)

TITLE: PRESIDENT

DATE: OCTOBER 30, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

SIGNATURE 

(Resident Agent)

DATE OCTOBER 30, 1998

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