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December 11, 1998

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Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: DB SOFT SOUTH, INC.
DELTA CLOTHING WHOLESALE, INC.

Dear Sir/Madam,

Enclosed please find one original and one copy
of the Articles of Incorporation for each of the above
referenced corporations.

Please file same with a certified copy included.

Enclosed please find check No. 5606 in the amount of
\$243.00 covering filing fees.

Please mail the certified copies to the address
shown below.

Thank you.

Sincerely,

Patricia L. Marciniak
Patricia L. Marciniak
Corporate Advisor

FILED
98 DEC 15 AM 9:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

PLM/am

Enc.

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ARTICLES OF INCORPORATION

DELTA CLOTHING WHOLESALE, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

DELTA CLOTHING WHOLESALE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8610 S.W. 2nd Street, Miami, Florida 33144

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 Shares Without Nominal or Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Juan C. Acosta

8610 S.W. 2nd Street, Miami, Florida 33144

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Patricia L. Marciniak 474 Old Bridge Turnpike, South River, NJ 08882

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

11th day of December, 19 98.

Patricia L. Marciniak

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: DELTA CLOTHING WHOLESALE, INC.

2. The name and address of the registered agent and office is:

Juan C. Acosta

(NAME)

8610 S.W. 2nd Street

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Florida 33144

(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Juan C. Acosta
(SIGNATURE)

December 11, 1998
(DATE)