

PRICE & PRICE
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P 99 0000 / 0102

January 26, 1999

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*****78.75 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: Active Embroidery and Digitizing, Inc.

Gentlemen:

Enclosed are the following items pertaining to the incorporation of Active Embroidery and Digitizing, Inc.:

1. The original and one copy of the Articles of Incorporation;
2. Acceptance of Registered Agent; and,
3. A check made payable to you for the following charges:

Filing Fee	\$ 35.00
Certified Copy	\$ 8.75
Filing Registered	
Agent's Certificate	<u>\$ 35.00</u>

TOTAL \$ 78.75

Please approve and file the original Articles of Incorporation, certify the copy of them, and return the certified copy to me.

Sincerely,

Charles W. Price

F. CHESSE

FEB 2 1999

FILED
99 JAN 29 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ACTIVE EMBROIDERY AND DIGITIZING, INC.

FILED
99 JAN 29 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of ACTIVE EMBROIDERY AND DIGITIZING, INC., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is ACTIVE EMBROIDERY AND DIGITIZING, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence when these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE III. PURPOSE

The Corporation may transact any or all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE IV. PRINCIPAL OFFICE

The principal office of the corporation is located at 1335 Bennett Drive, Suite 157, Longwood, FL 32750.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to issue is 100 shares of common stock having a one dollar par value.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of the corporation is 6500 S. U.S. Highway 17-92, Fern Park, FL 32730, and the name of the corporation's initial registered agent at the address is CHARLES W. PRICE.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall initially have one director, but may be increased to three directors. The names and street address of the initial director is:

Mr. Ruben E. Sosa, 640 Pasadena Ave., Longwood, FL 32750

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Mr. Ruben E. Sosa, 640 Pasadena Ave., Longwood, FL 32750

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; these assignments shall become effective on the date corporate existence begins.

EXECUTED: January 13, 1999.



RUBEN E. SOSA
Incorporator

ACTIVE EMBROIDERY AND DIGITIZING, INC.

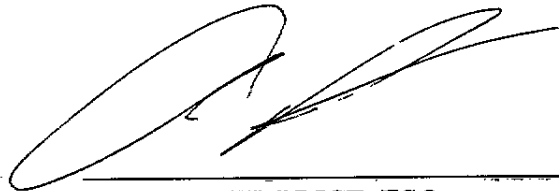
ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That ACTIVE EMBROIDERY AND DIGITIZING, INC., desiring to organize as a corporation under the laws of the State of Florida with its initial registered office as indicated in its Articles of Incorporation at 6500 S. U.S. Highway 17-92, Fern Park, FL 32730, has named CHARLES W. PRICE, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for ACTIVE EMBROIDERY AND DIGITIZING, INC. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.05501, Florida Statutes.

DATE: January 11, 1999.



CHARLES W. PRICE, ESQ.

FILED
99 JAN 29 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA