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February 16, 1999

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*****122.50 *****78.75

Office of the Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

RE: G.Q. MEN'S WEAR I, INC.

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation, which includes the designation of the registered agent, together with my check in the amount of \$122.50 for filing same.

Thank you for your prompt attention to these matters. Please return the letter of acknowledgement to:

SEDDIQ MUSTAFA
6733-22 103RD STREET
JACKSONVILLE, FL 32210

Sincerely,



Seddiq Mustafa

enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
G.Q. MEN'S WEAR I, INC.

The undersigned, acting as the incorporator of the corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME: The name of the corporation is G.Q. MEN'S WEAR I, INC.

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT: The street address AND telephone number of the initial registered office is 6733-22 103RD STREET, JACKSONVILLE, FLORIDA 32210, (904) 771-6222.

The name of the initial registered agent is SEDDIQ MUSTAFA, who is familiar with the accepts of the duties and responsibilities as Registered Agent for said Corporation.

PRINCIPAL OFFICE AND ADDRESS is the same as the REGISTERED OFFICE.

PRINCIPAL OFFICE is the location where service of process can be accepted.

ARTICLE III

DURATION: The corporation shall have a perpetual existence.

ARTICLE IV

PURPOSE: The purpose of the corporation is to engage in any lawful act or activity for which may be now or hereafter organized under the laws of the State of Florida.

ARTICLE V.

CAPITAL STOCK: The corporation is authorized to issue only one class of stock. The number of shares authorized shall be 10,000 and the par value of each share is \$1.00.

ARTICLE VI.

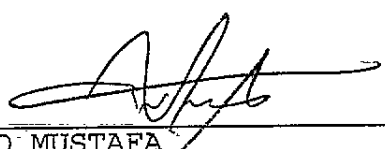
BOARD OF DIRECTORS: The initial board of directors shall consist of one (1) member. The name and address of this individual who is to serve as the director is as follows:

NAME	MAILING ADDRESS
SEDDIQ MUSTAFA	6733-22 103RD STREET JACKSONVILLE, FL 32210

ARTICLE VII

INCORPORATOR: The name and address of the incorporator is SEDDIQ MUSTAFA, 6733-22 103RD STREET, JACKSONVILLE, FL 32210.

The undersigned being the sole incorporator above signs and acknowledges these articles of Incorporation at Jacksonville, Florida, on the 19 day of February 1999.


SEDDIQ MUSTAFA
Incorporator and Registered
Agent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF CLAY

Before me, the undersigned authority, personally appeared Seddiq Mustafa who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the users and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereto set my hand and my official seal, at Sunrise Park, N. 12 in said County and State this 19 day of February, 1999.



Oswaldo B Mechoso
My Commission CC773240
Expires September 7, 2002

A handwritten signature in dark ink, appearing to be "Oswaldo B Mechoso".

Notary Public, State of Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA