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Florida Department of State

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

RSG ENTERPRISES, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 27, 1999

EMPIRE

SUBJECT: RSG ENTERPRISES, INC.
REF: W99000009777

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

RSG CLOTHING, INC.

These Articles are in compliance with Chapter 607, F.S.

Article I

The name of this corporation shall be:

RSG CLOTHING, INC.

Article II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

Article III

The principal place of business and mailing address of this corporation shall be: 1023 N. 20th AVENUE
HOLLYWOOD, FL 33020

Article IV

The general nature of business of this corporation is to transact any and all lawful business.

Article V

The number of shares which this corporation shall have authority to issue is 900 shares, having an individual par value of \$1.00

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

Article VI

The name and street address of the initial Registered Agent of this corporation shall be: MITCHELL J. OLIN, ESQ.

1290 E. OAKLAND PARK BLVD., SUITE 101
FT. LAUDERDALE, FL 33334

PREPARED BY: RAY STORMONT, EMPIRE CORPORATE KIT COMPANY
1492 W. FLAGLER STREET, #200, MIAMI, FLORIDA 33135 (305) 541-3694

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Article VII

The initial board of Directors shall consist of a total of 2 person(s) and the name and address of the person(s) who are to serve as an initial director(s)

AVISHAY LEV 1019 N. 20th AVENUE
PRES./SEC. HOLLYWOOD, FL 33020

REUVEN YEDIDIA 1023 N. 20th AVENUE
VICE PRES./TREAS. HOLLYWOOD, FL 33020

Article VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.
1492 WEST FLAGLER STREET #200
MIAMI, FL 33135

The undersigned has executed these Articles of—
Incorporation this 26TH day of APRIL, 1999.

Ray Stormont
Incorporator
Ray Stormont, President
Signing for
Empire Corporate Kit of America, Inc.

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 TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
 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.

First that RSG Clothing, INC.
 (Name of Corporation)
 desiring to organize under the laws of the State of FLORIDA
 (Florida)
 with its principal office, as indicated in the articles of
 incorporation has named MITCHELL J. OLIN, ESQ.
 (Name of Registered Agent)
 located at 1290 E. OAKLAND PARK BLVD. SUITE 101
 City of FORT LAUDERDALE County of BROWARD
 (City) (County)
 State of Florida, as its agent to accept service of process within
 this state.

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.

SIGNATURE 

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