



THE UNITED STATES
CORPORATION
COMPANY

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99 JUL 22 AM 11:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 314632 9029A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : July 21, 1999

ORDER TIME : 3:37 PM

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ORDER NO. : 314632-005

CUSTOMER NO: 9029A

CUSTOMER: Kathy Moro, Legal Assistant
FRANK EFFMAN WEINBERG & BLACK,
FRANK EFFMAN WEINBERG & BLACK,
Second Floor
8000 Peters Road
Plantation, FL 33324

DOMESTIC FILING

NAME: SHIRTOUTPOST, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

PH
7/22/99

99 JUL 22 AM 9:57
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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SHIRTOUTPOST, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SHIRTOUTPOST, INC.

The address of the principal office of this corporation shall be 8000 Peters Road, Plantation, Florida, 33324 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 400 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 8000 Peters Road, Second Floor, PLantation, Florida 33324, and the name of the initial registered agent of the corporation at that address is Steve Weinberg.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors are:

Shlomo Cohen	8000 Peters Road
Dir.	Plantation, Florida 33324

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company on July 21, 1999.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Incorporator, Laura R. Dunlap

JLZ

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CERTIFICATE OF DESIGNATION OF SECRETARY OF STATE TALLAHASSEE, FLORIDA

REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: SHIRTOUTPOST, INC.

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

STEVE WEINBERG

(Name)

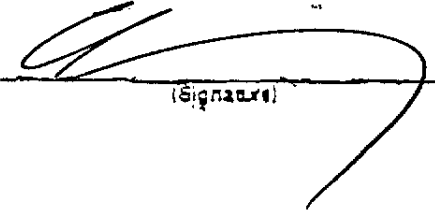
8000 PETERS ROAD, SECOND FLOOR,

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

PLANTATION, FLORIDA 33324

(City/State/Zip)

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)

(Date)