

ACCOUNT NO. : 072100000032

REFERENCE: 365059

7192647

AUTHORIZATION:

COST LIMIT :

ORDER DATE : September 3, 1999

ORDER TIME : 2:15 PM

ORDER NO. : 365059-005

- 200003012932

CUSTOMER NO: 7192647

CUSTOMER: Mr. Billy L. Carter

MR. BILLY L. CARTER MR. BILLY L. CARTER

455 Birwood E.

Tallahassee, FL 32304

DOMESTIC FILING

NAME:

THE CARTER CORPORATION

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

w99-23564

EXAMINER'S INITIALS:



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

99 OCT 12 AM 9: 42

October 13, 1999

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: THE CARTER CORPORATION

Ref. Number: W99000023564

We have received your document for THE CARTER CORPORATION and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden Document Specialist

Letter Number: 799A00049388



ARTICLES OF INCORPORATION

OF

A.S.Y. CARTER CORPORATION

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:

A.S.Y. CARTER CORPORATION

The address of the principal office of this corporation shall be 455 Birwood East, Tallahassee, Florida 32304, 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

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 two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Angel S.Y. Carter 455 Birwood East

455 Birwood East Tallahassee, Florida 32304

Billy L. Carter Dir.

455 Birwood East Tallahassee, Florida 32304

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLE VII. INCORPORATOR

99 OCT 12 AM 9: 42

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on October 12, 1999.

Its Incorporator, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Laura R. Dunlap

Authorized Service Representative Corporation Service Company

CHD/AGL