

P99000102645

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT:

Athletic And Workman's Footwear, Inc.
(Proposed corporate name - must include suffix)

200003053732--6
-11/24/99--01032--025
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

ARTHUR E WILLIAMS
Name (Printed or typed)

421 N. W. 16th Avenue
Address

Fort Lauderdale, Fla. 33314
City, State & Zip

954-463-1852
Daytime Telephone number

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 NOV 24 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 24 AM 10:50

FILED

NOTE: Please provide the original and one copy of the articles.

REGISTER NOV 24 1999

**ARTICLES OF CORPORATION
OF
ATHLETIC AND WORKMAN'S FOOTWEAR, INC.**

The undersigned incorporators file these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I: NAME

This corporation shall be ATHLETIC AND WORKMAN'S FOOTWEAR, INC.

ARTICLE II: DURATION OF THE CORPORATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III: CORPORATE PURPOSE

This corporation is being organized for the transaction of any and all lawful Business permitted under the Florida General Corporation Act and the laws Of the United States, including but not limited to the import/export business, marketing and distribution of shoes and apparel.

ARTICLE IV: AUTHORIZED STOCK

The authorized capital stock of this corporation shall consist of seventy-five hundred shares of one dollar (\$1) par value common stock.

ARTICLE V: SHAREHOLDER LIMITATIONS...

- A. **ISSUANCE OF STOCK.** *A shareholder may not issue capital stock to anyone who has not satisfied the requirements of the By-laws.*
- B. **ALLIENATION OF SHARES.** *A shareholder may not sell or transfer shares in the corporation to any individual who is not eligible to be a shareholder of the Corporation. The Corporation shall have right of first refusal in any such transfer. The Corporation must also give approval to the sale or transfer of such stock shares.*

ARTICLE VI: PREEMPTIVE RIGHTS

Every shareholder upon the sale of any shares or securities of the Corporation convertible into or carrying a right to subscribe to shares of this Corporation of the same kind, class or series as that which he holds, shall have the right to purchase his pro rata share at the same price at which it is offered to others.

FILED
99 NOV 24 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII: REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida shall be 1900 W. Commercial Boulevard, Suite 1400, Ft. Lauderdale, Florida 33309. The name of the initial registered agent of the corporation shall be ARTHUR E. WILLIAMS, SR.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this Corporation shall be comprised of five (5) persons. The names and addresses of the initial Board of Directors are as follows:

- 1) Arthur E. Williams
Chairman of the Board
P.O. Box 9262
Ft. Lauderdale, Florida 33313-9262*
- 2) Thurgood E. Pittman, President
1900 W. Commercial Boulevard
Suite 140
Ft. Lauderdale, Florida 33309*
- 3) Arthur E. Williams, II, Vice-President
1900 W. Commercial Boulevard
Suite 140
Ft. Lauderdale, Florida 33309*
- 4) Claudette Clark Campbell, Secretary
1900 W. Commercial Boulevard
Suite 140
Ft. Lauderdale, Florida 33309*
- 5) Daisy Taylor Grimes
640 Bethune Boulevard
Daytona Beach, Florida 32114*

The method of election of Board members and the; time for election shall be described in the By-laws of this corporation. The By-laws shall also regulate the number of board members, officers and qualifications of persons who shall serve as members of the Board of Directors so long as the minimum requirements of the Florida General Corporation Act are satisfied.

ARTICLE IX: PRINCIPAL PLACE OF BUSINESS

The principal place of business for the initial conducting of corporate business shall be 1900 W. Commercial Boulevard, Suite 140, Ft. Lauderdale, Florida 33309.

ARTICLE X: INCORPORATORS

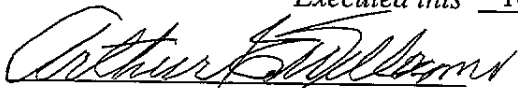
The names and addresses of the incorporators of this corporation are:

*Arthur E. Williams
P.O. Box 9262
Ft. Lauderdale, Florida 33313-9262*

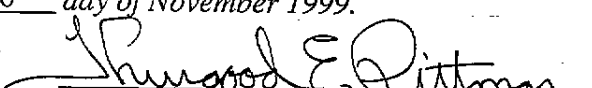
*Thurgood E. Pittman
1900 W. Commercial Boulevard
Suite 140
Ft. Lauderdale, Florida 33309*

The Articles may be amended in a manner to be described in accordance with the corporation's By-laws, so long as such amendments do not conflict with the initial purposes as described in these Articles of Incorporation.

Executed this 16 day of November 1999.



ARTHUR E. WILLIAMS
Incorporator



THURGOOD E. PITTMAN
Incorporator

CERTIFICATE OF REGISTERED AGENT

I am hereby familiar with and accept the duties and responsibilities as Registered Agent for said corporation.



ARTHUR E. WILLIAMS
Registered Agent

State of Florida
County of Broward

BEFORE ME the undersigned authority appeared ARTHUR E. WILLIAMS and THURGOOD E. PITTMAN, and they each presented identification or were personally known to me and they each affixed their respective signatures to the foregoing documents and did so after being duly sworn. Sworn to and subscribed before me this 16 day of November 1999.



Notary Public
State of Florida
My Commission Expires



Thurgood Edmund Pittman
My Commission CC829278
Expires April 22, 2003

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 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: ATHLETIC AND WORKMAN'S FOOTWEAR, INC.

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

ARTHUR E. WILLIAMS
(NAME)

1900 W. COMMERCIAL BOULEVARD SUITE 140
(P.O. BOX NOT ACCEPTABLE)

FT. LAUDERDALE, FLORIDA 33309
(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 STSTUTES 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

NOVEMBER 16, 1999

REGISTERED AGENT FILING FEE: \$35.00

FILED
99 NOV 24 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA