

F99000004588



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 364478 4812402
AUTHORIZATION : Patricia Pizzuti
COST LIMIT : \$ 70.00

FILED STATE SECRETARY OF CORPORATIONS DIVISION OF CORPORATIONS 99 SEP -3 PM 2:30

ORDER DATE : September 3, 1999
ORDER TIME : 12:21 PM
ORDER NO. : 364478-005
CUSTOMER NO: 4812402

900002978759-6

CUSTOMER: Carol Braunschweig, Legal Asst
Calfee, Halter & Griswold LLP
1400 Mcdonald Investment Ctr.
800 Superior Avenue
Cleveland, OH 44114-2688

FOREIGN FILINGS

NAME: ALPHA SHIRT COMPANY

XXXX QUALIFICATION (TYPE: CO)

B

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

RECEIVED
99 SEP -3 PM 1:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MH
9/3/99

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED STATE SECRETARY OF CORPORATIONS
99 SEP 28 PM 2:30
DIVISION OF CORPORATIONS

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Alpha Shirt Company
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 34- 1891095
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. April 19, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 5900 Landerbrook Drive
Mayfield Heights, OH 44124
(Current mailing address)
8. Distribute apparel
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company
By: Deborah D. Skipper Deborah D. Skipper
(Registered agent's signature) as its agent

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -3 PM 2:30

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

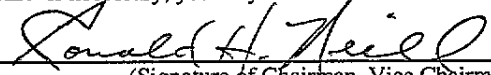
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ronald H. Neill, Secretary
(Typed or printed name and capacity of person signing application)

Rider

Directors and Officers

ALPHA SHIRT COMPANY

SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -3 PM 2:30

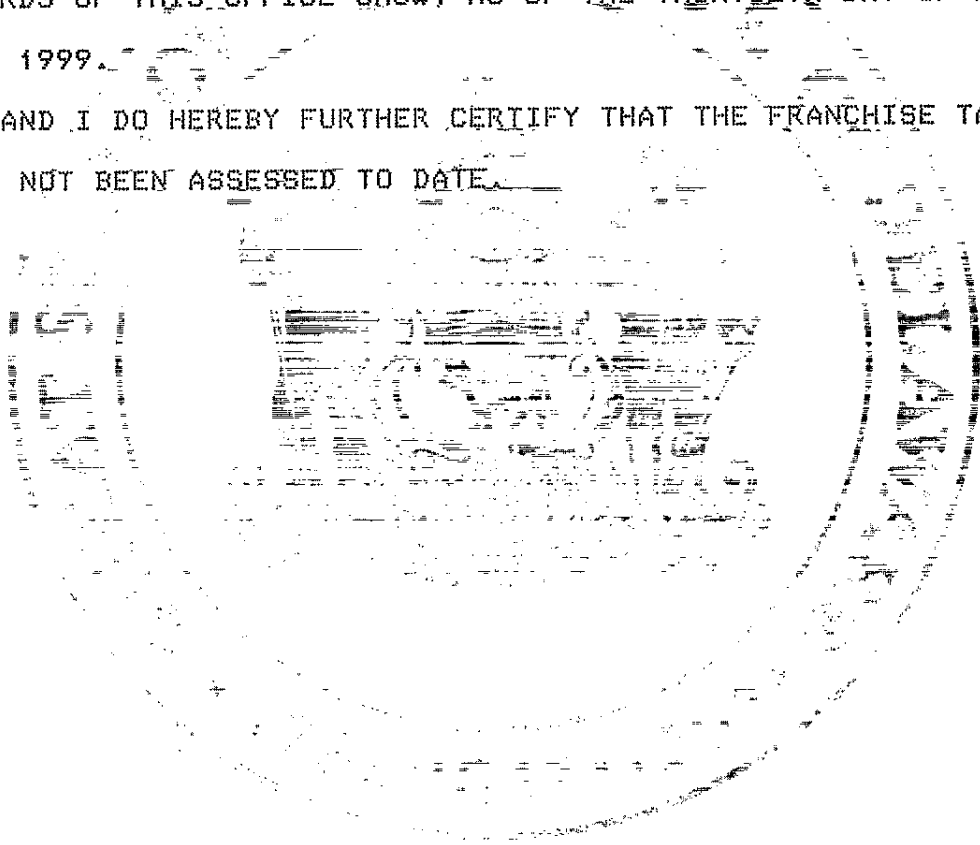
NAME	TITLE(S)	ADDRESS
Eric V. Bacon	Director	5900 Landerbrook Drive, Mayfield Heights, OH 44124
Frank N. Linsalata	Director	5900 Landerbrook Drive, Mayfield Heights, OH 44124
William Schecter	Director	National City Capital Corporation 1965 E. 6th Street, Suite 1010 Cleveland, OH 44114
Richard J. Sims	Director	670 Alpha Drive Highland Heights, Ohio 44143
Terence C. Sullivan	Director	Tower East Suite 600 20600 Chagrin Blvd. Shaker Heights, Ohio 44122
Ronald Berg	Director, President and CEO	401-25 East Hunting Park Avenue Philadelphia, Pennsylvania 19124-6075
Samuel Gerber	Director, Senior Vice President and COO	501 Narberth Avenue Haddonfield, NJ 08033
Ronald H. Neill	Director and Secretary	1400 McDonald Investment Ctr. Cleveland, OH 44114
Stephen B. Perry	Director, Assistant Secretary and Assistant Treasurer	5900 Landerbrook Drive, Mayfield Heights, OH 44124

Office of the Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -3 PM 2:30

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ALPHA SHIRT COMPANY" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

9945826

DATE:

08-30-99

3029424 8300

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