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ACCOUNT NO. : 072100000032

REFERENCE : 700513 164036A

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 17 PM 3:39

ORDER DATE : May 17, 2000

ORDER TIME : 2:06 PM

ORDER NO. : 700513-005

CUSTOMER NO: 164036A

900003256319--0

CUSTOMER: Kim Reese, Legal Asst
GLENN N. SIEGEL, P.A.
GLENN N. SIEGEL, P.A.
Suite 304
18501 Murdock Circle
Port Charlotte, FL 33948

DOMESTIC FILING

NAME: CLOSET AMERICA, 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: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
00 MAY 17 PM 3:13
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

JR 5/18/00

ARTICLES OF INCORPORATION

OF

CLOSET AMERICA, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 17 PM 3:39

In compliance with the requirements of F.S. Chapter 607, the undersigned, being natural persons, hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is **CLOSET AMERICA, INC.**

ARTICLE II

The existence of the corporation shall begin on May 17, 2000.

ARTICLE III

The street address of the principal office of the Corporation is **12189 Kneeland Terrace, Port Charlotte, Florida 33981.**

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The stock shall have \$1.00 par value.

ARTICLE V

The initial street address of the Corporation's registered office is **12189 Kneeland Terrace, Port Charlotte, Florida 33981.** The initial registered agent for the Corporation at that address is **Angelika Neumann.**

ARTICLE VI

The initial board of directors shall consist of two members. The names and addresses of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
ANGELIKA NEUMANN	12189 Kneeland Terrace Port Charlotte, Florida 33981
VOLKHARD NEUMANN	12189 Kneeland Terrace Port Charlotte, Florida 33981

ARTICLE VII

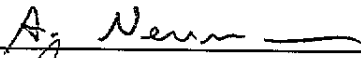
The names and street addresses of the persons signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
ANGELIKA NEUMANN	12189 Kneeland Terrace Port Charlotte, Florida 33981
VOLKHARD NEUMANN	12189 Kneeland Terrace Port Charlotte, Florida 33981

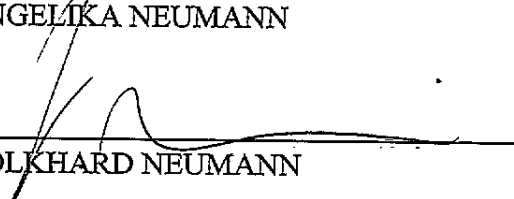
ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 16th day of May, 2000.



ANGELIKA NEUMANN



VOLKHARD NEUMANN

ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 MAY 17 PM 3:40

Having been named to accept service of process for **Closet America, Inc.** at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

A. Neumann
ANGELIKA NEUMANN

Date: 5-16-2000