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-09/08/00--01087--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

August 31, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: FILING OF ARTICLES OF INCORPORATION

Dear Sir/Madame:

Enclosed please find a Articles of Incorporation for filing. I have enclosed \$70.00 to cover the fee. After filing the document, please forward a copy of our office. In the interim, should you have any questions or concerns, please feel free to give me a call.

Sincerely,

Terri D. Morrison,  
Legal Assistant

/tdm

Enclosures

FILED  
00 SEP -8 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NO COPY

T. Burch SEP 12 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**PLACE OF FASHIONS, INC.**

I, the undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, Chapter 607 Florida Statutes, do hereby adopt the following articles of incorporation:

**ARTICLE I**

The name of the corporation is Place of Fashions, Inc.

**ARTICLE II**

The duration of the corporation is perpetual.

**ARTICLE III**

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, Chapter 607 Florida Statutes, or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.

2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV**

The aggregate number of shares of common stock which the corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class, and shall be with a par value of \$0.01.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V**

The street address of the initial registered office of the corporation is 6318 Restlawn Drive, Jacksonville, Florida 32209, which shall also serve as the principal place of business. The name of its initial registered agent is Lonnie Coleman and his address is 6318 Restlawn Drive, Jacksonville, Florida 32209.

**ARTICLE VI**

The number of directors constituting the initial board of directors of the corporation is one  
(1). The number of directors shall be fixed by the By-laws and may be changed from time to time.


The names and address of said persons are:

Lonnie Coleman, President  
6318 Restlawn Drive  
Jacksonville, Florida 32209

**ARTICLE VII**

The name and address of the incorporator is Lonnie Coleman, 6318 Restlawn Drive, Jacksonville, Florida 32209.

IN WITNESS WHEREOF, the incorporator above named, have hereunto set his/her hand and seal this 24 day of Aug., 2000

  
Lonnie Coleman


STATE OF FLORIDA

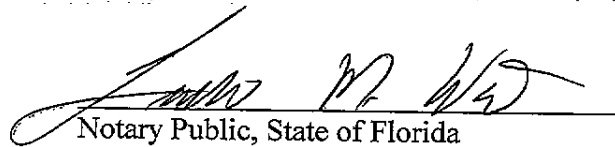
COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared Lonnie Coleman, whom, after first duly sworn, deposed and states that he/she is the person described in the foregoing Articles of

Incorporation and he/she subscribed to those Articles of Incorporation.

WITNESS my official seal in the County and State named above, this 24<sup>th</sup> day  
of August, 2000

 Lunella M Watson  
★ My Commission CC666462  
Expires July 27, 2001

  
Notary Public, State of Florida

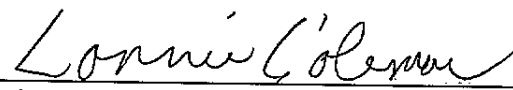
My Commission Expires:

\_\_\_\_\_ personally known to me

X produced identification C 455-520-50-220-0

#### CONSENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in the 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 am familiar with and accept the obligations of my position as Registered Agent.

  
Lonnie Coleman  
Registered Agent