

**BRASHEAR & ASSOCIATES, P.L.**  
*C o u n s e l o r s   A t   L a w*

926 N.W. 13th Street  
Gainesville, FL 32601  
voice: 352/336-0800  
fax: 352/336-0505  
Brashear@NFlaLaw.com  
www.NFlaLaw.com

P000000 92887

BRUCE BRASHEAR  
AMY SINELLI

September 28, 2000

400003407514--9  
-09/28/00--01024--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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

FILED  
00 SEP 28 AM 7:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RE: FASHION EXCHANGE OF GAINESVILLE, INC.**

Gentlemen:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$78.75 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	8.75

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Sincerely,

BRASHEAR & ASSOCIATES, P.L.

By: Mary Jane Bland  
Mary Jane Bland, Legal Assistant

Enclosures

F. CHESNOR OCT 3 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**FASHION EXCHANGE OF GAINESVILLE, INC.**

FILED  
00 SEP 28 AM 7:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I

*Name.* The name of this Corporation is **FASHION EXCHANGE OF GAINESVILLE, INC.**

Article II

*Principal Office.* The address of the principal office of the Corporation is 2032 N.W. 6<sup>th</sup> Street, Gainesville, FL 32609.

Article III

*Duration.* The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

Article IV

*Purpose.* The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

*Capital Stock.* This Corporation is authorized to issue 1,000 shares of \$.001 par value common stock.

Article VI

*By-Laws.* The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

*Initial Registered Office and Agent.* The street address of the initial registered office of this Corporation is 2032 N.W. 6<sup>th</sup> Street, Gainesville, FL 32609, and the name of the initial registered agent of this Corporation is Marte H. House.

Article VIII

*Initial Board of Directors.* The Corporation shall have two (2) Directors initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is Marte H. House, 2032 N.W. 6<sup>th</sup> Street, Gainesville, FL 32609.

Article IX

*Incorporator.* The name and address of the person signing these Articles is Marte H. House,  
2032 N.W. 6<sup>th</sup> Street, Gainesville, FL 32609.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of  
Incorporation this 26 day of September, 2000.

Marte H House  
MARTE H. HOUSE  
Incorporator

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of  
September, 2000, by MARTE H. HOUSE who is personally known to me or who has  
produced Florida Driver License N/A as identification, and who  
says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all  
statements and information contained herein are true and correct.

DATED this 26<sup>th</sup> day of September, 2000.



[Signature]  
Notary Public

Valerie Cox  
Printed Name  
My Commission Expires:

00 SEP 28 AM 7:29  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of FASHION  
EXCHANGE OF GAINESVILLE, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 26 day of September, 2000.

Marte H House  
MARTE H. HOUSE  
Registered Agent