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ARTICLES OF INCORPORATION OF

FASHION BUG #3554, INC.

The undersigned incorporator, for the purpose of forming a corporation under the purpose of the purpose o

FIRST: The name of the corporation is: FASHION BUG #3554, INC.

SECOND: The street address of the initial principal office, and, if different, the mailing address of the corporation is: 450 WINKS LANE, BENSALEM, PA 19020

THIRD: The number of shares the corporation is authorized to issue is: 2,000 NPV FOURTH: The street address of the initial registered office of the corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida 33324, and the name of its initial registered agent at such address is C T Corporation System.

FIFTH: The names of addresses of the persons who are to serve as initial directors are:

SEE ATTACHED

SIXTH: The name and address of each incorporator is: DONNA M. LIGGON,

450 WINKS LANE, BENSALEM, PA 19020

SEVENTH: Any/other/provision/required or permitted by law is: N/A

_Signature of Incorporator

NOVEMBER(20, 2000)

Date:

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

C T Corporation System

By Margaret E Range

MARGARET E. ROUTZAHN

// 2// Date

Special Assistant Secretary

FL001 - C T System Online

ADDENDUM

DIRECTORS

Dorrit J. Bern 450 Winks Lane Bensalem, PA 19020

Kathleen H. Lieberman 450 Winks Lane Bensalem, PA 19020

Eric M. Specter 450 Winks Lane Bensalem, PA 19020

Jonathon Graub 450 Winks Lane Bensalem, PA 19020

