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To:

Division of Corporations
Fax Number : (850) 205-0381

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Account Name : CAPITAL CONNECTION, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

B & B FOLLIES, INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 11, 2001

CAPITAL CONNECTION

SUBJECT: B & B FOLLIES, INC.
REF: W01000013296

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must state the number of shares of authorized stock.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist
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RE-SUBMIT
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H010000728203

**ARTICLES OF INCORPORATION
OF
B & B FOLLIES, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607, Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I NAME

The name of the Corporation shall be **B & B FOLLIES, INC.**

ARTICLE II -PURPOSE AND POWERS

The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Floridaaaa.

The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV - PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation shall be 9400 Seminole Blvd., Seminole, Florida 33772

ARTICLE V-SHARES

The number of shares of stock is one thousand (1,000) shares @ \$1.00 par value.

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ARTICLE VI- REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be 9400 Seminole Blvd., Seminole, FL 33772.

The name of the initial registered agent of the Corporation located at said address shall be RICHARD H. BROWN.

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Richard H. Brown 9400 Seminole Blvd., Seminole, Florida.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 8 day of June 2001.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.


RICHARD H. BROWN, Incorporator

Registered Agent

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