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660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

J. BRYAN JUL 1 6 2001

## ARTICLES OF INCORPORATION

OF

Catherines #5868, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FIRST: The name of the corporation is: Catherines #5868, 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 shares of Common Stock, with a par value of \$1.00 per share.

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 and addresses of the persons who are to serve as initial directors are:

Linda M. Madway

450 Winks Lane, Bensalem, PA 19020

SECRETARIAS FOR STAN

John J. Sullivan

450 Winks Lane, Bensalem, PA 19020

Rodney Schriver

3750 State Road, Bensalem, PA 19020

SIXTH: The name and address of each incorporator is:

Margaret E. Routzahn

1515 Market St., Philadelphia, PA 19102

Dated July 13, 2001.

Margaret E. Routzahn

Incorporator

(FL001 - 5/11/98)

CTSyst

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

Date: July 13, 2001

C T Corporation System

Margaret F Routzahn

Special Assistant Secretary

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