

TRANSMITTAL LETTER  
**P01000118284**

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

SUBJECT: BLAIR'S All Out Sales, INC

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300004724653--0  
-12/13/01--01053--010  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate of Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: William L Green

Name (Printed or typed)

2007 Forest Hills Rd

Address

Sacksonville FL 32208

City, State & Zip

904 765 9072

Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

01 DEC 13 AM 9:23

FILED

NOTE: Please provide the original and one copy of the articles.

T. Burch DEC 14 2001

ARTICLES OF INCORPORATION  
OF  
BLAIR'S ALL OUT SALES, INC

---

01 DEC 13 AM 9:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of the corporation is BLAIR ALL OUT SALES, Inc.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of Gift Shop and Thing and Doing business permitted under the laws of United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The aggregate number of shares that the corporation shall have the authority to issue is 3,500 shares of capital stock for the par value of \$0.01 per share, The sum of \$35.00, the par value of all of capital stock for the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Director, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the corporation is located in Duval County, Florida, and the address is 2081 West Edgewood Ave , Jacksonville, Florida 32208.

The name of the initial registered agent is Antonio Blair, and the initial office is 1524 Palmdale Street, Jacksonville, Florida 32208.

#### ARTICLE VI - DIRECTORS

The initial Board of Director shall consist of two (2) members who need not be a resident of the State of Florida or a shareholder of the corporation.

#### ARTICLE VII - INITIAL DIRECTORS

The names and addresses of persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Antonio Blair	1524 Palmdale Street Jacksonville, Fl 32208
Regine Lemaire	1524 Palmdale Street Jacksonville, Fl 32208

#### ARTICLE IX - PREEMPTIVE RIGHT

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or service from time to time, in addition to stock authorized and issued by corporation. The preemptive

right of any holder is determined by a ratio of the authorized and issued shares of common stock held by the holder of all shares of common stock currently and issued.

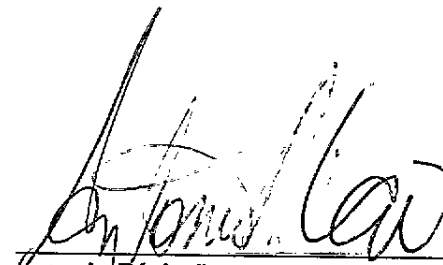
#### ARTICLE X - CUMULATIVE VOTE

The shareholders of the corporation shall be allowed to vote their shares cumulatively so as to give candidate as many votes as the number of director to be elected, multiplied by the number of his shares, to distribute them among as many candidates as may wish. Notice must be given by any shareholder to the president or a Vice-President of said corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholder's meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

#### ARTICLE XI - SECTION 1244

This corporation and the shareholders hereof shall be Section 1244 of the United States Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at Jacksonville, Duval County, Florida, on this 11 day of December, 2001

A handwritten signature in dark ink, appearing to read "Antonio Blair", is written over a horizontal line.

Antonio Blair, Incorporator 1524 Palmdale Street  
Jacksonville, FL 32208

**STATE OF FLORIDA**

**COUNTY OF DUVAL**

BEFORE ME, the undersigned authority, personally appeared Antonio Blair,  
Who is well known to be the person described in and who subscribed the above Articles of  
Incorporation and he did freely and voluntarily acknowledge before set and me according to  
the law that he made subscribed the same for the uses and purposes therein mentioned forth

IN WITNESS WHEREOF, I have hereunto set May hand and official seal  
Jacksonville, Duval County, Florida, 11 day of December 2001



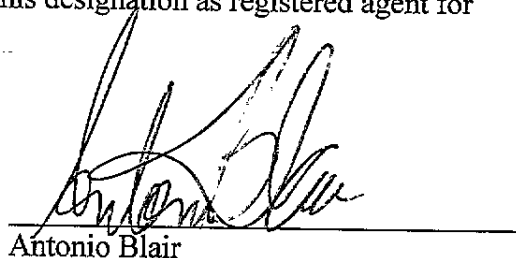
Notary Public- State of Florida  
My Commission Expires



Denise E. Hampton  
MY COMMISSION # CC728469 EXPIRES  
March 26, 2002  
BONDED BY TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts his designation as registered agent for  
BLAIR'S ALL OUT SALES, INC.



Antonio Blair