

TRANSMITTAL LETTER

P02000009119

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

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-01/18/02--01028--016
*****78.75 *****78.75

SUBJECT: S. Francis Fashions, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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:

Rick F. Whitcher

Name (Printed or typed)

570 S. Ellis Rd, Suite 200

Address

Jacksonville, FL 32254

City, State & Zip

904-378-0046 ext 101

Daytime Telephone number

02 JAN 18 AM 9:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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

01-28-02

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ARTICLES OF INCORPORATION
OF
S. FRANCIS FASHIONS, INC.

FILED
02 JAN 18 AM 9:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I: The name of this corporation is S. FRANCIS FASHIONS, INC.

ARTICLE II: This corporation shall have perpetual existence.

ARTICLE III: This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of the State of Florida.

ARTICLE IV: The maximum number and class of shares of capital stock which this corporation is authorized to have outstanding is one hundred (100) shares of common capital stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V: The initial principal office of this corporation shall be at 7645 Prayer Drive East, Jacksonville, Florida 32217.

ARTICLE VI: Initially, this corporation shall have three (3) members on the Board of Directors, and the corporation shall have the authority to operate with not less than one member on the Board of Directors. The following is the name and address of the initial members of the Board of Directors:

SHARON FRANCIS
7645 Prayer Drive East
Jacksonville, FL 32217

VIRGINIA C. JEWELL WHITCHER
12845 Julington Ridge Drive
Jacksonville, FL 32258

ARTICLE VII: The name and street address of the person signing these Articles of Incorporation as a subscriber are as follows.

RICK F. WHITCHER
570 South Ellis Road
Suite 200
Jacksonville, Florida 32254

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

ARTICLE IX: The Directors of this corporation shall take action by written consent, as provided by law.

ARTICLE X: The Board of Directors is authorized, with the approval of the Shareholders, to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as the same may be amended from time-to-time.

ARTICLE XI: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, being the original subscriber hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and, accordingly, has hereunto set his hand and seal this 9th day of January, 2002.



RICK F. WHITCHER

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me by **RICK F. WHITCHER**, who is personally known to me and acknowledged to and before me that he signed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid, this 17th day of January, 2002.


NOTARY PUBLIC

IVA A. MARKHAM
Notary Public, State of Florida
My Comm. expires Mar. 1, 2003
Comm. No. CC 81331Q

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICIL
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
AND ACCEPTANCE AND ACKNOWLEDGMENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

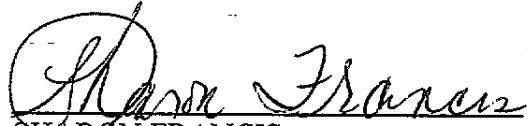
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IN COMPLIANCE WITH SECTION 48-091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST, that **S. FRANCIS FASHIONS, INC.**, desiring to organize or qualify under the Laws of the State of Florida as a corporation, with its principal place of business at 7645 Praver Drive East, Jacksonville, County of Duval, State of Florida, as indicated in the Articles of Incorporation, has named **SHARON FRANCIS**, located at 7645 Praver Drive East, Jacksonville, Florida 32217 as its agent to accept service of process within the State of Florida.

Dated: January 17, 2002.


SHARON FRANCIS

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation at the place designated in the Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes and acts relative to keeping open said office and with all provisions of all statutes and acts relative to the proper and complete performance of my duties.

Dated: January 17, 2002.


SHARON FRANCIS