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SECULLANASSEE, FLORIDA

September 5, 2002

Division of Corporations Secretary of State 409 East Gaines Street Tallahassee, FL 32301

Re: Granny's Attic, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation, and our check in the amount of \$78.75 for filing fees and a certified copy.

Please return the proof of incorporation and certified copy to this office at your earliest convenience.

Thank you for your assistance.

Very truly yours,
—70 Am W. Hall

Ho Ann W. Hall, Paralegal

Enclosures

CB9-12

FILED

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SECULIA I A STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

<u>**OF**</u>

GRANNY'S ATTIC, INC.

The undersigned, Louis J. Chaconas, does hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation shall be GRANNY'S ATTIC, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal business office of this corporation is 6 S. Myrtle Avenue, Clearwater, Florida 33756.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted is any lawful purpose.

The corporation is organized for the purpose of transacting any and all other lawful business and is organized to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

CAPITAL STOCK

The capital stock of this corporation shall consist of One Thousand (1,000) shares of common stock at \$1 par value. Any sale of stock shall first be offered to the remaining shareholders.

ARTICLE V

OFFICERS OF THE CORPORATION

The officers of the corporation shall be:

Louis J. Chaconas, President /Secretary

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent is 6 S. Myrtle Avenue,

Clearwater, FL 33756, and the name of the initial registered agent of this corporation at
that address is Louis J. Chaconas.

ARTICLE VII

MANAGEMENT OF BUSINESS

All corporate powers shall be exercised by and under the authority of, and the business and affairs of this corporation shall be managed under, the direction of the shareholders of this corporation. This corporation will not have directors.

ARTICLE VIII

INCORPORATORS

The name and address of the initial incorporator to these Articles of Incorporation are:

Louis J. Chaconas 6 S. Myrtle Avenue Clearwater, FL 33756

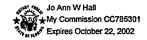
STATE OF FLORIDA: COUNTY OF PINELLAS:

The foregoing instrument was acknowledged before me this $\underline{5+h}$ day of September, 2002, by Louis J. Chaconas, who is <u>personally known to me</u> or who has produced ______ as identification and who did take an oath.

Nøtary Public, State of Florida

Commission No._

My Commission Expires:___



CERTIFICATE OF DESIGNATION

FILED

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SECALIA AT OF STATE **REGISTERED AGENT/REGISTERED OFFICE**TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the Company is GRANNY'S ATTIC, INC.
- 2) The name and address of the registered agent and office is:

Louis J. Chaconas 6 S. Myrtle Avenue Clearwater, FL 33756

Louis J. Chacones.

HAVING BEEN NAMED REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

Louis J. Chaconas

Date: 9/05/02