Electronic Articles of Incorporation For

P02000103450 FILED September 25, 2002 Sec. Of State

HEADLINERS OF USA FLEAMARKET, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

HEADLINERS OF USA FLEAMARKET, INC.

Article II

The principal place of business address:

235 EASTPOINT CT. SPRING HILL, FL. US 346065529

The mailing address of the corporation is:

235 EASTPOINT CT. SPRING HILL, FL. US 346065529

Article III

The purpose for which this corporation is organized is: ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is: 1,000

Article V

The name and Florida street address of the registered agent is:

JAY TARR 235 EASTPOINT CT. SPRING HILL, FL. 346065529 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JAY TARR

Article VI

The name and address of the incorporator is:

JAY TARR 235 EASTPOINT CT. SPRING HILL, FL 34606-5529

Incorporator Signature: JAY TARR

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PT JAY TARR 235 EASTPOINT CT. SPRING HILL, FL. 346065529 US