

**Electronic Articles of Incorporation
For**

**P03000106358
FILED
September 29, 2003
Sec. Of State**

CAROLINA FACTORY OUTLET, 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:

CAROLINA FACTORY OUTLET, INC.

Article II

The principal place of business address:

14627 U.S. HWY. 19
HUDSON, FL. US 34667

The mailing address of the corporation is:

806 SANDRINGHAM LN.
LUTZ, FL. US 33549

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:

100

Article V

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

DAVID J MAJERCIN
806 SANDRINGHAM LN.
LUTZ, FL. 33549

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DAVID J. MAJERCIN

Article VI

The name and address of the incorporator is:

DAVID J. MAJERCIN
806 SANDRINGHAM LN.
LUTZ, FL. 33549

Incorporator Signature: DAVID J. MAJERCIN

Article VII

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

Title: P
DAVID J MAJERCIN
806 SANDRINGHAM LN.
LUTZ,, FL. 33549 US

Title: VP
GLENDA L MAJERCIN
806 SANDRINGHAM LN.
LUTZ, FL. 33549 US

Article VIII

The effective date for this corporation shall be:

09/26/2003