

**Electronic Articles of Incorporation
For**

P04000011161
FILED
January 15, 2004
Sec. Of State

JOANNE'S, 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:

JOANNE'S, INC.

Article II

The principal place of business address:

12001 66TH STREET NORTH
LARGO, FL. 33771

The mailing address of the corporation is:

6477 109TH TERRACE
PINELLAS PARK, FL. 33782

Article III

The purpose for which this corporation is organized is:

THE NATURE OF THE BUSINESS AND THE OBJECTIVES AND PURPOSES
PROPOSED TO BE TRANSACTED, PROMOTED, AND CARRIED ON ARE TO
ENGAGE IN ANY LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE
INCORPORATED UNDER THE FLORIDA GENERAL CORPORATION ACT.

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:

JOANNE P HODGDON
6477 109TH TERRACE
PINELLAS PARK, FL. 33782

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

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Registered Agent Signature: JOANNE P. HODGDON

Article VI

The name and address of the incorporator is:

JOANNE P. HODGDON
6477 109TH TERRACE
PINELLAS PARK, FLORIDA 33782

Incorporator Signature: JOANNE P. HODGDON

Article VII

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

Title: P
D. WAYNE HODGDON
6477 109TH TERRACE
PINELLAS PARK, FL. 33782

Title: V
JOANNE P HODGDON
6477 109TH TERRACE
PINELLAS PARK, FL. 33782

Article VIII

The effective date for this corporation shall be:

01/15/2004