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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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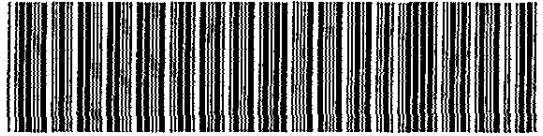
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOCELYN E. LOWTHER, P.A.
Attorney and Counselor At Law

CAPE ROYAL BUILDING, SUITE 615
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COCOA BEACH, FLORIDA 32931

TELEPHONE (321) 784-8580
FACSIMILE (321) 784-8326

January 9, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: **Butchewear Retail, Inc.**


Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office under the above-referenced title along with a check in the amount of \$78.75 for the filing fee, Designation of Registered Agent and certified copy. These documents are being provided by the undersigned at the following address:

Jocelyn E. Lowther, Esq.
1980 N. Atlantic Avenue, #615
Cocoa Beach, FL 32921
(321) 784-8580

Thank you for your attention to this matter.

Sincerely,



Jocelyn E. Lowther
JEL/bjb
Enclosures

cc: Alex Brendell

BUTCHWEAR RETAIL, INC.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the *Florida Business Corporation Act*, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **BUTCHWEAR RETAIL, INC.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5360 North Atlantic Avenue, Suite A
Cocoa Beach, Florida 32931

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000 Shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Tammie Brendell
5360 North Atlantic Avenue, Suite A
Cocoa Beach, Florida 32931

ARTICLE V INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Tammie Brendell
5360 North Atlantic Avenue, Suite A
Cocoa Beach, Florida 32931

The undersigned incorporator has executed these Articles of Incorporation this 9th day of January, 2004


Tammie Brendell

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JAN 12 PM 2:28

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of *Section 607.0501, Florida Statutes*, the undersigned corporation, 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 corporation is:


BUTCHWEAR RETAIL, INC.

2. The name and address of the registered agent and office is:

Tammie Brendell
5360 North Atlantic Avenue, Suite A
Cocoa Beach, Florida 32931

Having been named as registered agent and to accept service of process for the above stated corporation 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.

1/9/04
DATE


Tammie Brendell