

**Electronic Articles of Incorporation  
For**

P04000085788  
FILED  
June 01, 2004  
Sec. Of State  
jshivers

UPSCALE THRIFT SHOPPE, 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:

UPSCALE THRIFT SHOPPE, INC.

**Article II**

The principal place of business address:

1137 E. PLANT STREET  
WINTER GARDEN, FL. 34787

The mailing address of the corporation is:

P.O. BOX 418  
WINTER GARDEN, FL. 347770418

**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:

MARK P MCGINNIS  
1137 E. PLANT STREET  
WINTER GARDEN, FL. 34787

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

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Registered Agent Signature: MARK P. MCGINNIS

### **Article VI**

The name and address of the incorporator is:

MARK P. MCGINNIS  
P.O. BOX 418  
WINTER GARDEN, FL 34777-0418

Incorporator Signature: MARK P. MCGINNIS

### **Article VII**

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

Title: P  
MARK P MCGINNIS  
P.O. BOX 418  
WINTER GARDEN, FL. 347770418

### **Article VIII**

The effective date for this corporation shall be:

06/01/2004