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(Requestor's Name)

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(City/State/Zip/Phone #)

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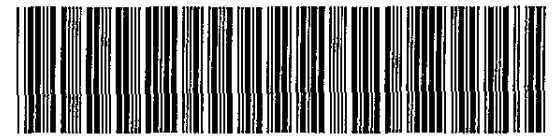
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 JUN 29 P 1:15

DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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04 JUN 29 AM 10:35

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 779723 4720431

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pigute

ORDER DATE : June 28, 2004

ORDER TIME : 9:33 AM

ORDER NO. : 779723-060

CUSTOMER NO: 4720431

CUSTOMER: Ms. Tina Grodziski
Charming Shoppes, Inc.

450 Winks Lane

Bensalem, PA 19020

DOMESTIC FILING

NAME: LANE BRYANT #6358, INC.

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:
LANE BRYANT #6358, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:
450 WINKS LANE, BENSALEM, PA 19020

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
RETAIL SALE OF WOMEN'S CLOTHING AND ANY OTHER LAWFUL PURPOSE.

ARTICLE IV SHARES

The number of shares of stock is:
2,000 COMMON, \$1.00 PAR VALUE

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):
LINDA M. MADWAY, 450 WINKS LANE, BENSALEM, PA 19020 - DIRECTOR
NEAL GLUECK, 3750 STATE ROAD, BENSALEM, PA 19020 - DIRECTOR
JOHN J. SULLIVAN, 450 WINKS LANE, BENSALEM, PA 19020 - DIRECTOR

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:
Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
TINA LOUISE GRODZISKI, 450 WINKS LANE, BENSALEM, PA 1902

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Corporation Service Company

By Charles B. Koneczny
Signature/Registered Agent

6-28-04
Date

Tina Louise Grodziski
Signature/Incorporator

JUNE 24, 2004

Date

TINA LOUISE GRODZISKI

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TALLAHASSEE, FLORIDA