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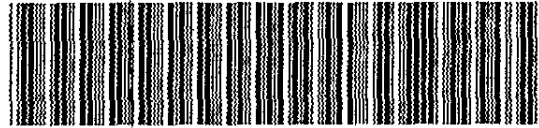
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KATHE KOZLOWSKI, LLC

Law Offices

Member of Florida Bar ,
Admitted to Federal District
Courts for the Southern,
Middle and Northern Districts,
11th Circuit Court of Appeal &
United States Supreme Court

Kathe Kozlowski, Esq.
Attorney at Law

Please reply to:

E-Mail: kathe@gate.net

☒ P.O. Box 24-4607
Boynton Beach, FL
33424-4607

☐ 1550 Madruga Avenue
Suite 301
Coral Gables 33424

Telephone: 561-243-1087
Facsimile: 561-265-2145

305-661-3671

August 26, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Claire's Tea Room & Gift Shop, Inc.

Dear Sir/ Madam,

Enclosed please find the original and one copy of the Articles of Incorporation for
Claire's Tea Room & Gift Shop, Inc. , plus the appropriate filing fee.

Please return the extra clocked in copy to me at P.O. Box 244607, Boynton Beach,
FL 33424-4607.

Thank you.

Most cordially,


Kathe Kozlowski, Esq.

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STATE OF FLORIDA
DIVISION OF CORPORATIONS

Articles of Incorporation

for

CLAIRE'S TEA ROOM & GIFT SHOP, INC.

ARTICLE I CORPORATE NAME

The name of the corporation is: Claire's Tea Room & Gift Shop, Inc., having its principle place of business at 1664 Padgett Farm Road, Ponce de Leon, FL 32455.

ARTICLE II DURATION

The Corporation shall exist and be effective as of September 1, 2004 have perpetual existence.

ARTICLE III NATURE OF CORPORATE BUSINESS

The corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida, including but not limited to providing the sale of tea and assorted tea related gifts.

ARTICLE IV CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of ONE DOLLAR (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE V
PREEMPTIVE RIGHTS

The initial shareholders of the corporation shall have preemptive rights.

ARTICLE VI
INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: Kathe Kozlowski, Esq.

INITIAL REGISTERED OFFICE: 1550 Madruga Ave., Suite 301
Coral Gables, FL 33146

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is TWO (2), and the name and address of the person who is to serve as initial director is:

President / Vice President	Kathe Kozlowski
Secretary / Treasurer	1664 Padgett Farm Road
	Ponce de Leon, FL 32455

ARTICLE VIII
INCORPORATOR

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

KATHE KOZLOWSKI
P.O. BOX 244607
Boynton Beach, FL 33424-4607

In Witness Whereof, I have executed these Articles of Incorporation in duplicate on this 26th day of August 2004.

Kathe Kozlowski



STATE OF FLORIDA:
COUNTY OF PALM BEACH:

THE FOREGOING Articles of Incorporation were acknowledged before me this 26th day of August 2004, by KATHE KOZLOWSKI, as incorporator, who is personally known to me or who has produced a Florida driver's license as identification and who did/did not take an oath.

Brenda K. Dyess
NOTARY PUBLIC, State of Florida

My Commission Expires:

8/25/06



Brenda K. Dyess
MY COMMISSION # DD144486 EXPIRES
August 25, 2006
BONDED THROUGH FARM INSURANCE, INC.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT:

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

KATHE KOZLOWSKI, Esq.

STATE OF FLORIDA
DIVISION OF REVENUE
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