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12/17

SHARI OLEFSON, ESQUIRE

PROFESSIONAL ASSOCIATION
15 SOUTHEAST NINTH AVENUE
FORT LAUDERDALE, FLORIDA 33301

- *LLM Real Property, Land Development and Finance Law*
- *Board Certified Real Estate Specialist*
- *Member of the Florida Bar and District of Columbia Bar*

Telephone
954-467-2519

Facsimile
954-467-8301
954-467-0841

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee FL 32399
SENT VIA UPS

Re: Filing Articles of Incorporation/S&S Retail, Inc.

Dear Sir or Madame:

Enclosed please find Articles of Incorporation and this firm's check in the amount of \$70.00. Please file the Articles and return evidence thereof in the enclosed self-addressed stamped envelope.

Please call promptly if there are any questions or problems.

Thank you

Shari Olefson, P.A.

By: 

Shari B. Olefson, Esquire

cc: client

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
S & S Retail, Inc.

04 DEC 17 PM 3:35

The undersigned Incorporator subscribing to these Articles of Incorporation, a person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: S & S Retail, Inc.

ARTICLE II - NATURE OF BUSINESS

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida. May include the sale of retail clothing.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of common stock each share having One Dollar (\$1.00) par value. The consideration to be paid for each share shall be fixed by the Board of Directors from time to time.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is One Hundred Dollars.

ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial address of the principal office of the Corporation is to be at: 2750 Stirrup Lane, Weston, FL 33331. The Board of Directors may, from time to time, move the principal office to any other location or address in Florida.

ARTICLE VII - DIRECTORS

The Corporation initially shall have one director. The number of directors may be decreased or increased from time to time by the Bylaws adopted by the Board of Directors of the Corporation.

ARTICLE VIII - INITIAL DIRECTORS AND OFFICERS

The names and addresses of the initial Board of Directors who shall hold office until their successors are elected and have been qualified are:

NAME	ADDRESS
Steven B. Africk President	2750 Stirrup Lane, Weston, FL 33331
Sean L. Driscoll Vice President	c/o Plato's Closet 3333 SW 34 Street, Gainesville, FL 32608
Nanci J. Africk Vice President	2750 Stirrup Lane, Weston, FL 33331

ARTICLE IX - INCORPORATION

The name and address of the Incorporator signing these Articles of Incorporation is:

NAME	ADDRESS
Steven B. Africk	2750 Stirrup Lane, Weston, FL 33331

ARTICLE X - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of the Corporation is:

NAME	ADDRESS
Steven B. Africk	2750 Stirrup Lane, Weston, FL 33331

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon filing.

ARTICLE XII - AMENDMENT

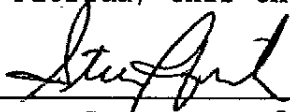
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors of the Corporation, as may be, proposed by them to the shareholders and approved at a shareholder's meeting by a majority of the shares entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

and affairs of the Corporation. Wherever the Bylaws of the Corporation differ from or conflict with the provisions of these Articles of Incorporation, the provisions of these Articles of Incorporation shall govern.

ARTICLE XIV - LIABILITY

No officer or Director shall have any personal liability for any Corporation debt or obligation.

IN WITNESS WHEREOF, We have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this the 24 day of November, 2004.



Steven B. Africk

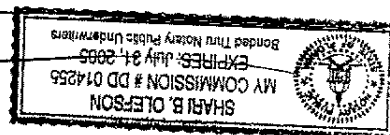
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the County and State aforesaid, this day personally appeared Steven B. Africk who executed these Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily and for the uses and purposes therein expressed for each.

WITNESS my hand and official seal in the County and State last aforesaid this 24 day of November, 2004.

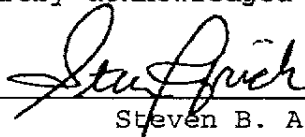
NOTARY PUBLIC

MY COMMISSION EXPIRES;



ACCEPTANCE OF REGISTERED AGENT

Designation as initial registered agent for the foregoing corporation is hereby acknowledged and accepted as of this 24 day of November, 2004.



Steven B. Africk

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