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**FLORIDA PROFIT CORPORATION OR P.A.**

**COTTON PATCH QUILT SHOP, INC.**

Certificate of Status	0
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Page Count	03
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**ARTICLES OF INCORPORATION  
OF  
COTTON PATCH QUILT SHOP, INC.**

The undersigned Incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this Corporation is: **COTTON PATCH QUILT SHOP, INC.**

**ARTICLE II - TERM OF EXISTENCE**

The date and time when corporate existence shall commence shall be 12:01 A.M. on the date of filing of these Articles with the Department of State, and the Corporation shall have perpetual existence thereafter.

**ARTICLE III - PURPOSES**

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

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ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 22 South Links Avenue, Ste. 300, Sarasota, Florida, 34236.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 22 South Links Avenue, Ste. 300, Sarasota, Florida, 34236, and the Registered Agent at such office is Thomas B. Luzzier, Esq.

ARTICLE VII - DIRECTORS

This Corporation shall have two (2) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each Member of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Laura M. Flynn	349 Suwanee Avenue Sarasota, FL 34234
Timothy P. Flynn	349 Suwanee Avenue Sarasota, FL 34234

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

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ARTICLE IX - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation are:

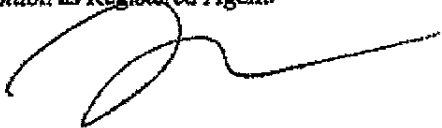
<u>Name</u>	<u>Address</u>
Thomas B. Luzier, Esq.	22 South Links Avenue, Ste. 300 Sarasota, FL 34236

The undersigned has executed these Articles this 4th day of March, 2005.

  
\_\_\_\_\_  
Thomas B. Luzier, Esq.  
Incorporator

Having been named as Registered Agent and to accept service of process for **COTTON PATCH QUILT SHOP, INC.**, at the place designated in the Articles, 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.

March 4th, 2005  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Thomas B. Luzier, Esq.  
Registered Agent