

**Electronic Articles of Incorporation
For**

P05000066658
FILED
May 06, 2005
Sec. Of State
vingram

SOPHIE'S CLOSET, 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:

SOPHIE'S CLOSET, INC.

Article II

The principal place of business address:

5636 EDGEWATER DRIVE
ORLANDO, FL. 32810

The mailing address of the corporation is:

5636 EDGEWATER DRIVE
ORLANDO, FL. 32810

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:

1000

Article V

The name and Florida street address of the registered agent is:

MELANIE POND
5636 EDGEWATER DRIVE
ORLANDO, FL, FL. 32810

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

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Registered Agent Signature: MELANIE POND

Article VI

The name and address of the incorporator is:

MELANIE POND
5636 EDGEWATER DRIVE
ORLANDO, FL 32810

Incorporator Signature: MELANIE POND

Article VII

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

Title: VP
LESLIE M BARLEY
1671 OAKHURST AVE.
WINTER PARK, FL. 32789

Title: VP
MELANIE G POND
1207 MALONE DRIVE
ORLANDO, FL. 32810