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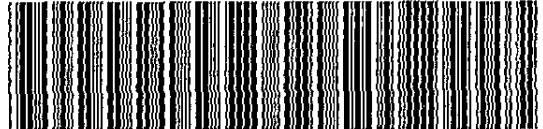
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cy 10-21

TRANSMITTAL LETTER

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

Subject: Brenda's Dragonfly Boutique Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$78.75 Filing Fee & Certificate

**From: Brenda J. Burns
104 College Drive, Suite 6
Orange Park, FL 32065**

(904) 276-4650

ARTICLES OF INCORPORATION

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I. NAME

THE NAME OF THE CORPORATION SHALL BE:

Brenda's Dragonfly Boutique Inc.

ARTICLE II. PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THE CORPORATION SHALL BE:

104 College Drive , Suite 6
Orange Park, FLorida 32065

ARTICLE III. SHARES

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

SHARES 1,000

ARTICLE IV. INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND FLORIDA STREET ADDRESS OF THE INITIAL REGISTERED AGENT ARE:

Brenda J. Burns
104 College Drive, Suite 6
Orange Park, FL 32065

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TALLAHASSEE, FLORIDA

ARTICLE V. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION ARE:

Brenda J. Burns
104 College Drive, Suite 6
Orange Park, FL. 32065

ARTICLE VI EFFECTIVE DATE:

THE EFFECTIVE DATE WILL BE AS FOLLOWS:

November 1, 2005

SIGNATURE/INCORPORATOR

DATE

Brenda J Burns

10-12-05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THIS CERTIFICATE, 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.

SIGNATURE/REGISTERED AGENT

DATE

Brenda J Burns

10-12-05