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(City/State/Zip/Phone #)

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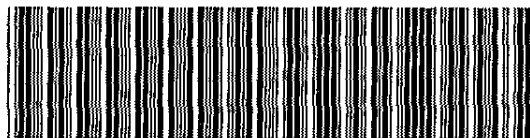
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06 FEB 20 PM 3:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

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

SUBJECT: Sheley's Casual Elegance, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Keith B. Losey
Name (Printed or typed)

1003 Del Prado Blvd, Suite 300
Address

Cape Coral, FL 33990
City, State & Zip

(239) 549-6689
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

of

Shelley's Casual Elegance, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Shelley's Casual Elegance, Inc.

ARTICLE II

Principal Place of Business and Mailing Address

The initial principal place of business and mailing address will be 1254 Buena Vista Drive, North Fort Myers, Florida 33903.

ARTICLE III

Purpose

The purpose of the corporation is to provide goods and services through a retail store.

ARTICLE IV

Shares of Stock

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares will be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

Names and Addresses of Directors/Officers

The corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws and the name and address of the initial directors is: 1) Shelley Cahill, 1254 Buena Vista Drive, North Fort Myers, Florida, 33903 and, 2) Gary S. Cahill, 1254 Buena Vista Drive, North Fort Myers, Florida, 33903.

ARTICLE VI

Florida Street Address of the Initial Registered Agent

The street address of the initial Registered Agent is 1254 Buena Vista Drive, North Fort Myers, Florida, 39901, and the initial Registered Agent at such address is Shelley Cahill.

ARTICLE VII

Incorporators

The names and address of the Incorporators are: Shelley Cahill, 1254 Buena Vista Drive, North Fort Myers, Florida, 33903 and Gary S. Cahill, 1254 Buena Vista Drive, North Fort Myers, Florida, 33903.

ARTICLE VIII

Preemptive Rights Granted

Each common shareholder of the corporation shall be entitled to full preemptive rights to acquire his/her proportional share of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe or to acquire such shares, which may be issued at any time by the corporation after 50 shares are issued and fully paid.

ARTICLE IX

Special Meetings

Special meetings of the stockholders may be called at any time for any purpose by any officer or director of the corporation or the holders of 50% of all outstanding shares.

ARTICLE X

No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more directors or officers are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors which authorizes, approves or ratifies such contract or transaction or because his/her votes are counted for such purposes if:

A) The fact of such relationship or interest is disclosed or known to the Board of Directors which approves, authorizes or ratifies the contract or transaction by a vote or

consent sufficient for the purpose without counting the votes or consent of such interested director(s);

B) The fact of such relationship or interest is disclosed or known to the shareholders entitled to vote and they authorize, approve, or ratify such contract, or transaction by vote or written consent; or

C) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the Board, a committee, or the stockholders.

As to section (B), a majority vote of the shares is necessary, however shares owned or controlled by the director who has an interest in the transaction set out above may not be counted.

ARTICLE XI

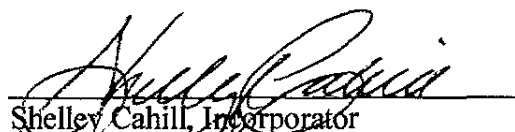
Shares of stock in this corporation shall not be transferred or sold until the transfer has been reported to the Board of Directors.

ARTICLE XII

Commencement of Existence

The corporation shall be deemed to commence its existence on the date of receipt of the Articles of Incorporation by the Florida's Department of State.

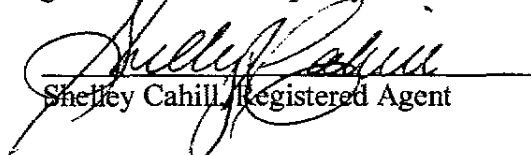
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this 10th day of February 2006.


Shelley Cahill, Incorporator


Gary S. Cahill, Incorporator

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity

Dated: Feb 10/2006


Shelley Cahill, Registered Agent

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TALLAHASSEE FLORIDA