

**Electronic Articles of Incorporation
For**

P06000143252
FILED
November 14, 2006
Sec. Of State
tburch

KOURTNEY'S, 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:

KOURTNEY'S, INC.

Article II

The principal place of business address:

12 WEST WASHINGTON ST.
QUINCY, FL. US 32351

The mailing address of the corporation is:

12 WEST WASHINGTON ST.
QUINCY, FL. US 32351

Article III

The purpose for which this corporation is organized is:

TO SELL WOMEN SPECIALTY CLOTHING,SHOES & ACCESS.□□□□□□□□

Article IV

The number of shares the corporation is authorized to issue is:

2000

Article V

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

CLARENCE TENNELL
12 WEST WASHINGTON ST.
QUINCY, FL. 32351

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

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Registered Agent Signature: CLARENCE TENNELL

Article VI

The name and address of the incorporator is:

CLARENCE TENNELL
722 WEST KING STREET

QUINCY FL, 32351

Incorporator Signature: CLARENCE TENNELL

Article VII

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

Title: PRES
PATRICIA TENNELL
722 WEST KING STREET
QUINCY, FL. 32351 US

Title: VP
SONYA TENNELL
609 KAPOCK STREET
BRONX, NY. 10464 US

Title: DIR
CLARENCE TENNELL
12 WEST WASHINGTON ST.
QUINCY, FL. 32351 US

Article VIII

The effective date for this corporation shall be:

11/13/2006