

**Electronic Articles of Incorporation
For**

P07000017572
FILED
February 07, 2007
Sec. Of State
dbrown

BEARBOTTOMS 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:
BEARBOTTOMS INC.

Article II

The principal place of business address:
489 BURNT TREE LANE
APOPKA, FL. 32712

The mailing address of the corporation is:
489 BURNT TREE LANE
APOPKA, FL. 32712

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:
2000 SHARES ISSUED @ .01 PAR VALUE

Article V

The name and Florida street address of the registered agent is:
BUSINESS FILINGS INCORPORATED
1203 GOVERNORS SQUARE BLVD,
SUITE 101
TALLAHASSEE, FL. 32301

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

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Registered Agent Signature: MARY JO SPALINGER, ASST SEC

Article VI

The name and address of the incorporator is:

KERRY WALSH
173 N. MAIN STREET,
SUITE 400
SAYVILLE, NY 11782

Incorporator Signature: KERRY WALSH

Article VII

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

Title: PD
ARTURO F MODESTO
489 BURNT TREE LANE
APOPKA, FL. 32712

Title: V
AMY MODESTO
489 BURNT TREE LANE
APOPKA, FL. 32712

Title: T
ARTURO MODESTO
489 BURNT TREE LANE
APOPKA, FL. 32712

Title: S
AMY MODESTO
489 BURNT TREE LANE
APOPKA, FL. 32712