

**Electronic Articles of Incorporation
For**

P07000028543
FILED
March 05, 2007
Sec. Of State
vingram

URBAN THREAD-HIGH SPRINGS, 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:

URBAN THREAD-HIGH SPRINGS, INC.

Article II

The principal place of business address:

15 NW SANTA FE BLVD
HIGH SPRINGS, FL. US 32643

The mailing address of the corporation is:

1117 WEST UNIVERSITY AVENUE
GAINESVILLE, FL. US 32601

Article III

The purpose for which this corporation is organized is:

RETAIL CLOTHING.

Article IV

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

100

Article V

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

LILLY L KLINE
1117 WEST UNIVERSITY AVENUE
GAINESVILLE, FL. 32601

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

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Registered Agent Signature: LILLY L. KLINE

Article VI

The name and address of the incorporator is:

LILLY L. KLINE
1117 WEST UNIVERSITY AVENUE
GAINESVILLE, FL 32601

Incorporator Signature: LILLY L. KLINE

Article VII

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

Title: P
LILLY L KLINE
1117 WEST UNIVERSITY AVENUE
GAINESVILLE, FL. 32601 US

Title: VP
DONALD E KLINE
1117 WEST UNIVERSITY AVENUE
GAINESVILLE, FL. 32601 US

Article VIII

The effective date for this corporation shall be:

04/01/2007