

**Electronic Articles of Incorporation
For**

P08000027371
FILED
March 14, 2008
Sec. Of State
shawkes

BACK ON THE RACK THRIFT SHOP 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:

BACK ON THE RACK THRIFT SHOP INC

Article II

The principal place of business address:

216 SW MAIN BLVD
LAKE CITY, FL. US 32025

The mailing address of the corporation is:

216 SW MAIN BLVD
LAKE CITY, FL. US 32025

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:

1000

Article V

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

DONALD S NEWTON SR
409 PLAZA AVE
LAKE PLACID, FL. 33852

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

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Registered Agent Signature: DONALD S NEWTON SR

Article VI

The name and address of the incorporator is:

MICHAEL J MARCELLINO JR
216 SW MAIN BLVD

LAKE CITY.FL 32025

Incorporator Signature: MICHAEL J MARCELLINO JR

Article VII

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

Title: P/D
MICHAEL J MARCELLINO JR
216 SW MAIN BLVD
LAKE CITY, FL. 32025 US

Title: VP/D
DAVID E BEIL JR
144 SE APACHEE WAY
LAKE CITY, FL. 32025 US

Title: T
RENA S MARCELLINO
216 SW MAIN BLVD
LAKE CITY, FL. 32025 US

Title: S
DAVID E BEIL JR
144 SE APACHEE WAY
LAKE CITY, FL. 32025 US

Article VIII

The effective date for this corporation shall be:

03/21/2008