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(City/State/Zip/Phone #)

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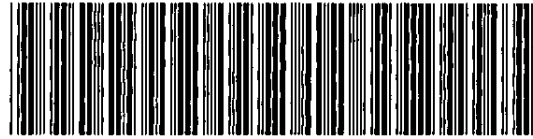
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2008 APR 18 PM 4: 27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch APR 18 2008

Law Offices
John S. Norton, Jr., P.A.
Attorney and Counselor of Law
431 North Grandview Avenue
Daytona Beach, Florida 32118

Telephone 386-239-0770
Fax 386-254-3190

April 17, 2008

Department of State
Corporate Records Bureau
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Fabuless Boutique & Consignment, Inc.

Dear Sir or Madam:

Enclosed is the original and (1) one copy of the proposed Articles of Incorporation for Fabuless Boutique & Consignment, Inc., the original having been executed by the registered agent named in the Articles. (Please note the spelling of "Fabuless"). Kindly file the original Articles in your office and provide us with a certified copy.

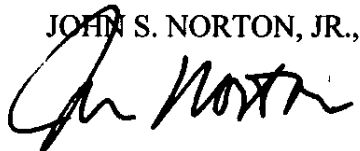
This firm's check in the amount of \$78.75 is enclosed to cover the following costs:

1. Filing fee for Articles;
2. Certified copy of Articles; and
3. Filing fee for Acceptance of Designation of registered agent.

Thank you for your prompt attention.

Sincerely,

JOHN S. NORTON, JR., P.A.



John S. Norton, Jr.

JSN/wat
Enclosures
cc: Clients

ARTICLES OF INCORPORATION
OF
FABULESS BOUTIQUE & CONSIGNMENT, INC.
A Florida Corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation is FABULESS BOUTIQUE & CONSIGNMENT, INC.

ARTICLE II
DURATION

The duration of the corporation is perpetual. This corporation's existence shall commence upon execution of these Articles of Incorporation by incorporator, provided that these articles are filed by the Secretary of State within five (5) business days thereafter. If not filed within said five (5) business days, then corporate existence shall commence upon filing of the Articles of Incorporation by the Secretary of State.

ARTICLE III
GENERAL PURPOSES

The purpose for which this corporation is initially organized is to engage in any or all lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV
SHARES

The aggregate number of shares which the corporation shall have authority to issue is Ten Thousand (10,000) shares of common voting stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 57 North Yonge Street, Ormond Beach, Florida 32174.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 431 North Grandview Avenue, Daytona Beach, Florida. The name of the initial registered agent of the corporation at such address is John S. Norton, Jr., P.A.

ARTICLE VII
DIRECTORS

The number of directors constituting the initial Board of Directors is two, and the names and addresses of the person(s) who is to serve as the member(s) thereof is as follows:

Harry Leahey
59 Putnam Avenue
Ormond Beach, Florida 32174

Piper Leahey
59 Putnam Avenue
Ormond Beach, Florida 32174

The number of directors may be changed from time to time as provided by the Bylaws.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

John S. Norton, Jr.
431 North Grandview Avenue
Daytona Beach, Florida 32118

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles this 17 day of April, 2008.



John S. Norton, Jr., Esquire, Incorporator

STATE OF FLORIDA)
)
COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 17th day of April, 2008, by John S. Norton, Jr.

(OFFICIAL SEAL)



Wendy A. Turner
Notary Public, State of Florida
Commission No.: DD 320949
My Commission Expires: June 1, 2008

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts designation as registered agent of FABULESS BOUTIQUE & CONSIGNMENT, INC., for service of process within the state of Florida.

JOHN S. NORTON, JR., P.A.

By: JSN
John S. Norton, Jr., President