

**Electronic Articles of Incorporation
For**

P08000081872
FILED
September 04, 2008
Sec. Of State
dwhite

CARTER CORP USA, 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:

CARTER CORP USA, INC.

Article II

The principal place of business address:

2610 NE 48TH COURT
LIGHTHOUSE POINT, FL. US 33064

The mailing address of the corporation is:

2610 NE 48TH COURT
LIGHTHOUSE POINT, FL. US 33064

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:

DUBROW DUKER & ASSOCIATES, P.A.
5401 N. UNIVERSITY DRIVE
SUITE 204
CORAL SPRINGS, FL. 33067

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

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Registered Agent Signature: B. ALAN DUBROW

Article VI

The name and address of the incorporator is:

JONATHAN W. GERSHMAN
2610 NE 48TH COURT

LIGHTHOUSE POINT, FL 33064

Incorporator Signature: JONATHAN W. GERSHMAN

Article VII

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

Title: P
JONATHAN W GERSHMAN
2610 NE 48TH COURT
LIGHTHOUSE POINT, FL. 33064 US

Title: S
JONATHAN W GERSHMAN
2610 NE 48TH COURT
LIGHTHOUSE POINT, FL. 33064 US

Article VIII

The effective date for this corporation shall be:

09/02/2008