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WELLBAUM & EMERY, P.A.

R.W. WELLBAUM, JR. LORI WELLBAUM EMERY* SARA SAWYER BOELLER

*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A ENGLEWOOD, FLORIDA 34223 TELEPHONE (941) 474-3241 FAX (941) 475-2927

4.5

September 25, 2008

Secretary of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Re: JULIA'S CLOSET, INC.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also enclosed is a check in the amount of \$78.75 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,

Yori Wellhaum Emer

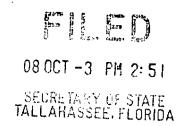
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Enclosures

ARTICLES OF INCORPORATION

OF

JULIA'S CLOSET, INC.



<u>Article I – Name</u>

The name of this corporation is: JULIA'S CLOSET, INC...

Article II - Duration

This corporation shall have perpetual existence.

<u>Article III – Purpose</u>

The purpose of this corporation shall be retail sales and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office of this corporation is 686 N. Indiana Avenue, Englewood, Florida 34223, and the name of the initial registered agent of this corporation at that address is Lori Wellbaum Emery. The street address and the mailing address of the principal office of this corporation is 1811 Englewood Road, #251, Englewood, Florida 34223.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The name and address of the director of this corporation is:

Jeffry S. Browne

Article VIII - Incorporators

Jeffry S. Browne 1811 Englewood Road, #251 Englewood, Florida 34223

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors, and the Shareholders.

Article X - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of Incorporation, this 23²⁰ day of September, 2008.

Jeffry S. Browne

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 23th day of September.

2008, by Jeffry S. Browne

M who is personally known to me; or

[] who has provided ______ as identification.

LORRIE ROCK
MY COMMISSION # DD 404381
EXPIRES: July 1, 2009
Bonded Thru Notary Public Underwriters

Signature of Notary State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statues, the following is submitted, in compliance with said Act:

That JULIA'S CLOSET, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Englewood, State of Florida, has named Lori Wellbaum Emery as its agent to accept service of process within this state.

<u>ACKNOWLEDGMENT</u>

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

Lori Wellbaum Emery

