

**Electronic Articles of Incorporation  
For**

P09000045499  
FILED  
May 22, 2009  
Sec. Of State  
jshivers

WOOLWORTH FASHIONS 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:

WOOLWORTH FASHIONS INC.

**Article II**

The principal place of business address:

1304 E UNIVERSITY AVENUE  
GAINESVILLE, FL. 32641

The mailing address of the corporation is:

1304 E UNIVERSITY AVENUE  
GAINESVILLE, FL. 32641

**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:

100

**Article V**

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

NASHER KHALIFA  
1304 E UNIVERSITY AVENUE  
GAINESVILLE, FL. 32641

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

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Registered Agent Signature: NASHER KHALIFA

### **Article VI**

The name and address of the incorporator is:

NASHER KHALIFA  
1304 E UNIVERSITY AVE

GAINESVILLE, FL 32641

Incorporator Signature: NASHER KHALIFA

### **Article VII**

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

Title: P  
NASHER KHALIFA  
1304 E UNIVERSITY AVE  
GAINESVILLE, FL. 32641

### **Article VIII**

The effective date for this corporation shall be:

05/22/2009