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From: Account Name : BARNETT, BOLT, KIRKWOOD, LONG & MCBRIDE  
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FLORIDA PROFIT/NON PROFIT CORPORATION  
Jackie's Quilts & Fabrics, Inc.

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**ARTICLES OF INCORPORATION  
OF  
JACKIE'S QUILTS & FABRICS, INC.**

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of this corporation is:

Jackie's Quilts & Fabrics, Inc.

**ARTICLE II**

**Duration**

This corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

**ARTICLE III**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation is 2656 20th Avenue SW, Largo, Florida 33774.

**ARTICLE IV**

**Capital Stock**

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

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**ARTICLE V**  
**Preemptive Rights**

This corporation elects to have preemptive rights.

**ARTICLE VI**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 2656 20th Avenue SW, Largo, Florida 33774, and the name of the initial registered agent of this corporation at that address is Jacqueline E. Miller.

**ARTICLE VII**  
**Incorporator**

The name and mailing address of the incorporator are:

Name:

Address:

Jacqueline E. Miller

2656 20<sup>th</sup> Avenue SW  
Largo, Florida 33774

**ARTICLE VIII**  
**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 in the manner provided in the bylaws, but shall never be less than one (1). The name and street address of the initial director of this corporation are:

Name:

Address:

Jacqueline E. Miller

2656 20<sup>th</sup> Avenue SW  
Largo, Florida 33774

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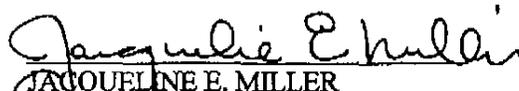
**ARTICLE IX**  
**Indemnification**

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

**ARTICLE X**  
**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 incorporator has executed these Articles of Incorporation this 14 day of October, 2010, and the undersigned registered agent acknowledges that she is familiar with, and accepts, the obligations of registered agent of this corporation.

  
JACQUELINE E. MILLER  
Incorporator and Registered Agent

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