

**Electronic Articles of Incorporation
For**

P12000017266
FILED
February 20, 2012
Sec. Of State
tburch

THE CAROUSEL THRIFT SHOP, 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:

THE CAROUSEL THRIFT SHOP, INC

Article II

The principal place of business address:

322 SE HIGHWAY 100
SUITE C
KEYSTONE HEIGHTS, FL. 32656

The mailing address of the corporation is:

322 SE HIGHWAY 100
SUITE C
KEYSTONE HEIGHTS, FL. 32656

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:

JOANNE P LUCAS
103 PALM STREET
MELROSE, FL. 32666

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

Registered Agent Signature: JOANNE P LUCAS

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Article VI

The name and address of the incorporator is:

JOANNE P LUCAS
103 PALM STREET

MELROSE, FLORIDA 32666

Electronic Signature of Incorporator: JOANNE P LUCAS

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

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

Title: P
JOANNE P LUCAS
103 PALM STREET
MELROSE, FL. 32666

Title: VP
ADDIE M KELLEY
103 PALM STREET
MELROSE, FL. 32666