

**Electronic Articles of Incorporation
For**

P13000015948
FILED
February 18, 2013
Sec. Of State
jshivers

CLOSEOUTS WORLDWIDE, 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:

CLOSEOUTS WORLDWIDE, INC.

Article II

The principal place of business address:

11856 FOX HILL CIRCLE
BOYNTON BEACH, FL. US 33473

The mailing address of the corporation is:

11856 FOX HILL CIRCLE
BOYNTON BEACH, FL. US 33473

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:

1,000

Article V

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

ROGER C STANTON
712 US HIGHWAY ONE
400
NORTH PALM BEACH, FL. 33408

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

Registered Agent Signature: ROGER C. STANTON

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Article VI

The name and address of the incorporator is:

ROGER C. STANTON
712 US HIGHWAY ONE
400
NORTH PALM BEACH, FL 33408

Electronic Signature of Incorporator: ROGER C. STANTON

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
STEVE ISRAEL
11856 FOX HILL CIRCLE
BOYNTON BEACH, FL. 33473