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#### ARTICLES OF INCORPORATION

#### FOR

#### QUILTING QUEEN, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

#### ARTICLE I - NAME

The name of the corporation is

Quilting Queen, Inc.

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#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 15405 Fortner Drive, Loxahatchee, FL 33470.

#### ARTICLE III - OFFICER(S)

The name and address of the initial officer(s) and director(s) is

P/D - Linda Adamcik P.O. Box 731 Loxahatchee, FL 33470

#### ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) common shares having a par value of one dollar (\$1.00) per share.

#### ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is James N. Bradford, Jr., 14160 Palmetto Frontage Road, Suite 32, Miami Lakes, FL 33016.

#### ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 East 6th Avenue, Tallahassee, Elorida 32303.

Corporate Access, Inc. President - Danny Bennett

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is

Tome A Bearforth

QUILTING QUEEN, INC.

The name and address of the registered agent is

James N. Bradford, Jr. 14160 Palmetto Frontage Road Suite 32 Miami Lakes, FL 33016

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.

Signature Date: