

**Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

AdoreMe Retail, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

N. SAMS

JAN 25 2018

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**ARTICLES OF INCORPORATION
OF
ADOREME RETAIL, 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:

AdoreMe Retail, Inc.

**ARTICLE II
Duration**

This corporation shall have perpetual existence, commencing upon the 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 c/o AdoreMe, Inc., 16 East 34th Street, 14th Floor, New York, NY 10016.

**ARTICLE IV
Capital Stock**

This corporation is authorized to issue one thousand (1,000) shares of common stock, each with a par value of one ten-thousandth of one cent (\$0.0001).

**ARTICLE V
Preemptive Rights**

This corporation elects to have preemptive rights.

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ARTICLE VI
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of the initial registered agent of this corporation at that address is CT Corporation System.

ARTICLE VII
Incorporator

The name and mailing address of the incorporator are:

Name:

Address:

Craig E. Behrenfeld

601 Bayshore Boulevard
Suite 700
Tampa, FL 33606

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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:

Morgan Hermand-Waiche

c/o AdoreMe, Inc.
16 East 34th Street
14th Floor
New York, NY 10016

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

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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 24th day of January, 2018.



Craig E. Bollenfeld, Incorporator

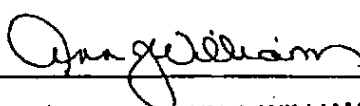
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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for ADOREME RETAIL, INC.
at the place designated in the Articles of Incorporation, I am familiar with and accept the appointment as
Registered Agent and agree to act in this capacity.

CT Corporation System

By: Name: ANN J. WILLIAMSTitle: Assistant Vice President

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