

**Electronic Articles of Incorporation
For**

P19000021888
FILED
March 07, 2019
Sec. Of State
dlokeefe

BROOK VALLEY THRIFT STORES, 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:

BROOK VALLEY THRIFT STORES, INC.

Article II

The principal place of business address:

1351 NE 163RD STREET
SUITE 1340
NORTH MIAMI BEACH, FL. 33162

The mailing address of the corporation is:

4880 VALLEYDALE ROAD
BIRMINGHAM, AL. 35242

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:

ARNOLD SANCHEZ
7504 BENOTSHIRE AVE
WINDERMERE, FL. 34786

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

Registered Agent Signature: ARNOLD SANCHEZ

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Article VI

The name and address of the incorporator is:

JEFFREY R BUSH
4880 VALLEYDALE ROAD

BIRMINGHAM, AL 35242

Electronic Signature of Incorporator: JEFFREY R BUSH

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: PRES
ANN GILES
4880 VALLEYDALE ROAD
BIRMINGHAM, AL. 35242

Title: VP
ANN GILES
4880 VALEYDALE ROAD
BIRMINGHAM, AL. 35242

Title: CFO
BUSH JEFFREY
4880 VALLEYDALE ROAD
BIRMINGHAM, AL. 35242

Article VIII

The effective date for this corporation shall be:

03/09/2019