

SWANSON, SPERLING & CLAYTON, P.A.

CYNTHIA STUMP SWANSON • SHARON L. SPERLING • JOYCE M. CLAYTON
500 East University Avenue • Suite C • Gainesville, Florida 32601 • (904) 375-5602 • (904) 373-7292 FAX

February 20, 1995

Florida Department of State
Division of Corporations
P. O. Box 0027
Tallahassee, FL 32304

Re: Aunt Pitts Pat's Attic, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Articles of Incorporation for filing. Also enclosed is a check in the amount of \$70.00, for the payment of the following fees:

| | |
|-------------------------------|---------|
| Filing Fee: | \$35.00 |
| Registered Agent Designation: | \$35.00 |

Thank you for your cooperation in filing these Articles.

Yours truly,

Cynthia Stump Swanson
Cynthia Stump Swanson

CSS/hap
Enclosure
cc: Patrician Dianne Smith Fields

FILED
95 MAR -2 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR - 3 1995

ARTICLES OF INCORPORATION
OF
AUNT PITTIE PAT'S ATTIC, INC.

FILED
95 MAR -2 PM 2:17
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Aunt Pittie Pat's Attic, Inc.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 20 N. Johnson Street, Hawthorne, Florida. The mailing address is P.O. Box 2259, Hawthorne, Florida, 32640.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock, all of which shall be of a single class.

ARTICLE IV - AMENDMENT OF ARTICLES OF INCORPORATION

Amendment of these Articles of Incorporation to increase or decrease the authorized number of, or to change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the classes of stock or to create any new class or classes of stock shall require the affirmative vote or written consent of the holders of at least sixty percent of each class of shares.

ARTICLE V - BYLAWS

The power to adopt, alter, amend or appeal Bylaws shall be vested in the shareholders of this corporation.

ARTICLE VI - INDEMNIFICATION

The corporation shall indemnify any officer or director and any former officer or director to the full extent permitted by law.

ARTICLE VII - INCORPORATOR

The names and addresses of the persons signing these Articles are:

PATRICIA DIANNE SMITH FIELDS
P.O. Box 2259
Hawthorne, Florida 32640

WILLIAM CURTIS FIELDS
P.O. Box 2259
Hawthorne, Florida 32640

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The corporation names the following person as its registered agent to accept service of process within this state, and the following as its registered office:

PATRICIA DIANNE SMITH FIELDS
20 N. Johnson Street
Hawthorne, Florida

ACKNOWLEDGMENT: Having been named to accept service of process for the above named corporation, at the place designated herein, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.

Registered Agent

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this ____ day of February, 1995.

WILLIAM CURTIS FIELDS

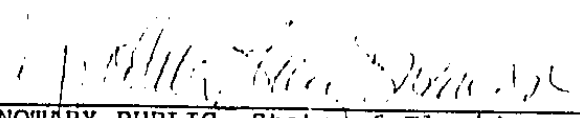
PATRICIA DIANNE SMITH FIELDS

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared WILLIAM CURTIS FIELDS and PATRICIA DIANNE SMITH FIELDS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 22 day of February, 1995.

CYNTHIA STUMP SWANSON
Notary Public, State of Florida
My comm. expires Aug. 12, 1995
Comm. No. CC125990



NOTARY PUBLIC, State of Florida