P9500002988/

LETTER OF TRANSMITTAL

DATE: JANUARY 1, 1995

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL. 32314

800001438398 -03/24/95--01058--005 ****122.50 ****122.50

RE:

ELMERS FASHIONS, INC.

GENTLEMEN :

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION TOGETHER WITH A CHECK IN THE AMOUNT OF 122.50.

THIS REPRESENT: THE COST OF FILING FEES. FIND INCLOSED CERTIFIED COPY OF ARTICLES OF INCORORATION AND FEES FOR REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

VERY TRULY YOURS, ELMER SAUERS /2

(individual's name)

MAILING ADDRESS OF CORPORATION

P.O. BOX 6453

FT. MYERS , FL. 33911

PHONE NUMBER

(813) 772-9207

Pmy/18/95

SECULARIASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 27, 1995

ELMER SAUERS P.O. BOX 6453 FT. MYERS, FL 33911

SUBJECT: ELMERS FASHIONS, INC.

Ref. Number: W95000006700

We have received your document for ELMERS FASHIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The designation of the registered agent must be at a Florida street address.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6930.

Letter Number: 995A00013733

Tim Murphy Corporate Specialist

FILED

ARTICLES OF INCORPORATIONS

95 APR 18 PH 1: 34

OF

SECTION DOLL OF STATE TALLAHASSEE, FLORIDA

ELMERS FASHIONS, INC.

NAME OF CORPORATION

THE UNDERSIGNED SUBSCRIBER (S) TO THESE ARTICLES OF INCORPORATION. NATURAL PERSON (S) COMPETENT TO CONTRACT. HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I- CORPORATE NAME THE NAME OF THE CORPORATION IS: ELMERS FASHIONS, INC.

ARTICLE II - DURATION
THE CORPORATION SHALL EXIST PERPETUALLY UNLESS DISSOLVED ACCORDING TO FLORIDA LAW.

ARTICLE III - PURPOSE

THE CORPORATION IS ORGANISED FOR THE PURPOSE OF
ENGAGING IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE
LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE IV - CAPITAL STOCK
THE CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES
(100) OF COMMON STOCK 100 dollars (100) PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGN "COMMON SHARES)."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT ELMER SAUERS
THE PRINCIPAL OFFICE. IF KNOWN, OR THE MAILING ADDRESS OF THE CORPORATION IS: ELMERS FASHIONS, INC.

ELMER SAUERS

ADDRESS:

P.O. BOX 6453 2520 N.E. 5th Avenue

FT. MYERS , FL. 33911 Cape Coral, FL 33909

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY EITHER INCREASED OR DIMINISED FROM TIME TO TIME BY THE BY-LAWS, BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS OF THE CORPORATION ARE AS FOLLOWS:

NAME ELMER SAUERS
ADDRESS P.O. BOX 6453 2520 N.E. 5th Avenue
FT MYERS , FL 33911 Cape Coral, Florida 33909

NAME ADDRESS

NAME

ARTICLE VII - INCORPORATIONS:

THE NAME AND ADDRESS OF THE INCORPORATORS SIGNING THE ARTICLES OF THE INCORPORATION THIS - FIRST DAY OF JANUARY, 1995.,

JANUARY 1, 1995

STATE OF FLORIDA COUNTY OF LEE

BEFORE ME, A NOTARY PUBLIC, AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE. PERSONALL APPEARED:

ELMER SAUERS

KNOWN TO ME AND KNOWNED TOBE THE PERSON(S) WHO EXCUTED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT THEY EXCUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL. IN THE STATE AND COUNTY AFORESAID, THIS 1ST, DAY OF JANUARY, 1995

PEGGY J. WYLLIAMS NOTARY

NOTARY PUBLIC STATE OF FLORIDA MY COMMISSION EXP JULY 18, 1995 BONDED THRU GENERAL INS. UND. CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTED AGENTS AFR 18 PM 1:35

CERTIFICATE OF REGISRERED AGENT OF

TALLAMASSEL FLORIDA

FILED

ELMERS FASHIONS , INC.

Name of corporation

PURSUANT TO FLORIDA STATUTES SECTION 48.091 AND 607.0501. THE FOLLOWING IS SUBMITTED:

ELMERS FASHIONS, INC. THE ABOVE CORPORATION DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA. WITH ITS REGISTERED OFFICE AS INDICATED IN THE ARTICLES OF INCORPORATION P.O. BOX 6453 2520 N.E. 5th Avenue

FT. MYERS , FL. 33911 Cape Coral, Florida 33909

ELMERS SAUERS

HAS NAMED -----LOCATED AT THE AFORESAID ADDRESS, ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT

ELMER SAUERS

HAVING BEEN NAMED AS REGISTED AGENT TO ACCEPT SERVICE OF PROCESS FOR TH ABOVE STATED CORPARATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, AND BEING FAMILIAR WITH OBLIGATIONS OF THAT POSITION. I HEREBY ACCEPT TO ACT IN IN THIS CAPACITY, AND AGREE TO COMPLY WITH THE PROVISIONS OF FLORIDA LAW IN KEEPING OPEN SAID OFFICE. ELMERS FASHIONS INC.

> Sauce (name of registered agent)