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July 6, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Re: ARTICLES OF INCORPORATION
AUNTIE MAME'S, INC.

Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the Articles of Incorporation for AUNTIE MAME'S, INC., together with my check in the amount of \$122.50 representing the filing and certified copy fees in this matter.

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Should you have any questions, please contact me immediately.

Very truly yours,



ARTHUR W. GUNDLING

AWG/sg
Enclosure

SHARON L. TALA

JUL 13 1995

ARTICLES OF INCORPORATION
OF

AUNTIE MAME'S ATTIC, INC.

ARTICLE I. NAME

The name of this corporation is AUNTIE MAME'S ATTIC, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$1.00 per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial principle office of the proposed corporation in the State of Florida is 2661 N.E. 3 Street, Pompano Beach, Florida 33062, and the mailing address of the proposed corporation is the same. The name and address of the initial registered agent is MYRNA L. FELDMAN, 2661 N.E. 3 Street, Pompano Beach, Florida 33062.

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is two (2) members. The name and address of each person who is to serve as a member of the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
MYRNA L. FELDMAN	2661 N.E. 3 Street Pompano Beach, Florida 33062
GILBERT M. FELDMAN	2661 N.E. 3 Street Pompano Beach, Florida 33062

ARTICLE VII. INCORPORATOR

<u>NAME</u>	<u>ADDRESS</u>
MYRNA L. FELDMAN	2661 N.E. 3 Street Pompano Beach, Florida 33062

EXECUTED by the undersigned at Deerfield Beach, Florida, on
this 6th day of July, 1995.

Myrna L. Feldman
MYRNA L. FELDMAN

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments in the State and County named above, personally appeared MYRNA L. FELDMAN, who is personally known to me or has produced a Florida driver's license as identification and who did not take an oath and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal of the County and State named above this 6th day of July, 1995.

Arthur W. Gundling
Notary Public

My Commission Expires:



ARTHUR W. GUNDLING
MY COMMISSION # CC325877 EXPIRES
November 8, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

Pursuant to Section 607.164 of the Florida Statutes, I,
MYRNA L. FELDMAN, accept the designation as Registered Agent for
AUNTIE NAME'S ATTIC, INC.

MYRNA L. FELDMAN

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared MYRNA L. FELDMAN, who is
personally known to me or has produced a Florida driver's license
as identification and who accepted the designation of registered
agent by signing the Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above on this 6th day of July, 1995.

Arthur W. Gundling
Notary Public

My Commission Expires:



ARTHUR W. GUNDLING
MY COMMISSION # 00325077 EXPIRES
November 8, 1997
BONDED THRU TROY FAIR INSURANCE, INC.