

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222 0070
904 222 0101 FAX

800-342-8086



P95000061892

ACCOUNT NO. : 0721000000032

REFERENCE : 657359 8893A

AUTHORIZATION :

Patricia Pyzik

COST LIMIT : \$ 70.00

ORDER DATE : August 10, 1995

ORDER TIME : 11:21 AM

7000001557517

ORDER NO. : 657359

CUSTOMER NO: 8893A

CUSTOMER: Brad Wood, Esq
BOYDSTUN DABROSKI & LYLE, PA

2nd Floor
2600 9th Street North
St. Petersburg, FL 33704

DOMESTIC FILING

NAME: A TRUST FASHION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS: AUG 10 1995

BSB

FILED
95 AUG 10 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
A TRUST FASHION, INC.**

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95 AUG 10 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be A trust Fashion, Inc. The address of the principal office of this corporation shall be 2000 14th Avenue, S., St. Petersburg, FL 33712, and the mailing address of the corporation shall be P.O. Box 13146, St. Petersburg, FL 33733.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation shall be that of Boydstun, Dabroski & Lyle, P.A., 2600 Ninth Street North, St. Petersburg, FL 33704. The name of the Registered Agent of the corporation at that address is Bradley J. Wood, Esq.

ARTICLE IV. DURATION

Period of existence of the corporation is perpetual.

ARTICLE V. AUTHORIZED SHARES

The corporation is authorized to issue 2,000 shares of common stock having, par value of \$1.00 per share.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. The initial Board of Directors shall consist of one (1). The name and address of the initial member of the Board of Directors is:

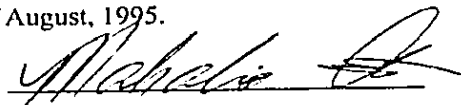
Mahalia Arrington, Director 5705 17th Way S.St. Petersburg, FL 33712

ARTICLE VII. THE INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Mahalia Arrington 5705 17th Way, S., St. Petersburg, FL 33712.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation this 4 day of August, 1995.



Mahalia Arrington

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment of Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and completed performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent under §607.0505, Florida Statutes.

DATED:

8/7/95



Bradley J. Wood, Esq.

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TALLAHASSEE, FLORIDA