P950000885
Stephen Z. Silvestro, CEA

The Family Tegal Center

Tallo Ridgewood Avenue
Holly Hill, Florida 32117
(904) 255-1788
FAX (904) 255-0390

August 28, 1995

Department of State
Division of Corporations
Corporate Records Bureau
P.O. Box 6327

Tallahassee, FL 32301

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Re: Letter to Secretary of State Requesting Filing of Articles of Incorporation. Carole's Walk-In Closet, Inc.

Gentlemen:

Enclosed are an original and one copy of Articles of Incorporation for the above-named corporation. In addition, our check in the sum of \$70.00 is enclosed which presents the following fees:

FILING FEE REGISTERED AGENT FEE

In addition, please find enclosed a copy of the reservation letter.

Very truly yours,

SL Silvestro, CLA The Family Legal Center

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CORPORATE RECORDS BUREAU DIVISION OF CORPORATIONS DEPARTMENT OF STATE P.O. Box 6327 Tallahassee, FL 32301

Gentlemen:

Please reserve the first available of the following corporate names, in the order in which they appear.

1st: Carole's Walk-In Closet, Inc.

2nd: Carole's Closet, Inc.

3rd: Carole, Inc.

Enclosed is our check for the Filing Fee and Registered Ayent Fee. Please forward to this office your acknowledgment and confirmation that the name has been reserved for a period of 120 days.

Your prompt attention and cooperation will be appreciated.

Very truly yours,

SL Silvestro, CLA

The Family Legal Center

ARTICLES OF INCORPORATION

- 1. The name of the incorporation is: Carole's Walk-In Closet, Inc.
- The principal place of business and mailing address of the corporation is: 661 Beville Rd., Ste., 113, South Daytona, FL 32119.
- The corporation shall have the authority to issue 1,000,000 shares of common stock, in one class only, each with a par value of \$0.001.
- 4. The registered agent of the corporation is: Carole M. Kent, and the registered address is: 138 Coral Circle, Sout! Daytona, FL 32119.
- 5. The initial Board of Directors shall have 1 member whose name and address is as follows:
 - (a) Carole M. Kent, President/Treasure, of, 138 Coral Circle, South Daytona. FL 32119

The number of directors may be raised or lowered by amendment of the bylaws of the corporation, but shall in no case be less than one.

6. The corporator of this corporation is: Carole M. Kent, whose address is: 138 Coral Circle, South Daytona, FL 32119.

| | Carole M. Kent, Incorporator |
|--------|------------------------------|
| Dated: | - Toyal Keril |
| Dated: | |

HAVING BEEN NAMED AS Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I HEREBY ACCEPT the appointment as 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 complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Carole M. Kent, Registered Agent

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