

**FRANCINE CLAIR LANDAU**

Attorney At Law

1301 Riverplace Boulevard, Suite 1950  
Jacksonville, Florida 32207

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April 9, 1996

**96000032614**

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 627  
Tallahassee, Florida 32301

600001775806  
-04/11/96--01014--005  
\*\*\*245.00 \*\*\*122.50

RE: CLOTHES TO YOU, INC. AND  
CLOTHES TO YOU JAX, INC.

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation of CLOTHES TO YOU, INC. AND CLOTHES TO YOU JAX, INC. Please acknowledge the copy and return it to this office, along with the certificate.

I have also enclosed my firm check in the amount of \$245.00 to cover the cost of filing and certified copy of the Articles of Incorporation for Clothes to You, Inc. and Clothes To You Jax, Inc..

If there are any technical errors or omissions, please call us collect. We will then verbally authorize any necessary changes to make the document comply with your requirements.

Thank you for your assistance in this matter.

Sincerely,

APR 15 1996

B5B

*Francine Landau*  
Francine Clair Landau

/clt

Enclosures

ARTICLES OF INCORPORATION

OF

CLOTHES TO YOU JAX, INC.

FILED  
96 APR 10 PM 3:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE 1 - NAME

The name of the corporation is CLOTHES TO YOU JAX, INC.

ARTICLE 2 - DURATION

The period of its duration is perpetual.

ARTICLE 3 - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE 4 - STOCK

The Corporation shall have the authority to issue one thousand (1,000.00) shares of common stock, all of one class, having a par value of One Dollar (\$1.00).

ARTICLE 5 - PRINCIPAL/REGISTERED OFFICE

The address of its principal office is:

11067 Blue Roan Court  
Jacksonville, Florida 32257

and the name of its initial registered agent and her address is:

FRANCINE CLAIR LANDAU, ESQUIRE  
1301 Riverplace Boulevard, Suite 1950  
Jacksonville, Florida 32207

ARTICLE 6 - DIRECTORS

The number of Directors constituting its initial Board of Directors shall be one. The number of Directors may be changed

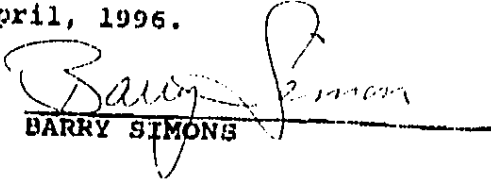
from time to time, but shall never be less than one (1). The name and address of the initial Board of Directors is as follows:

Barry Simons  
11067 Blue Roan Court  
Jacksonville, Florida 32257

ARTICLE 7 - INCORPORATOR

BARRY SIMONS  
11067 Blue Roan Court  
Jacksonville, Florida 32257

DATED this 8th day of April, 1996.

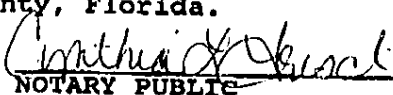
  
BARRY SIMONS

STATE OF FLORIDA

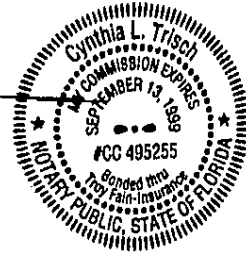
COUNTY OF DUVAL

The foregoing Articles of Incorporation were acknowledged before me this 8th day of April, 1996, by Barry Simons. He is personally known to me and did not take an oath.

WITNESS my hand and official seal this 8th day of April, 1996, Jacksonville, Duval County, Florida.

  
NOTARY PUBLIC

My Commission expires:

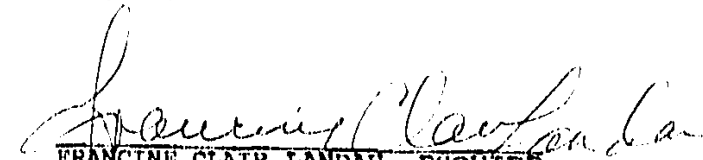


ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete

performance of my duties.

DATED this 8th day of April, 1996.

  
FRANCINE CLAIR LANDAU, ESQUIRE  
Registered Agent