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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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| SUBJECT: | A STEP UP | STEP SHOP, INC | | | |
|-----------------------------|----------------------------------|--|--|-------------|----------|
| (| Proposed corporate | namo - must include suf | fix) | | |
| Enclosed is an origination: | al and one (1) co | ppy of the articles of | incorporation : | and a chec | :k |
| \$70.00 Filing Faa | \$78.75 Filing Fee & Certificate | \$122.50 Filing Fee & Certified Copy Additional Copy | [X] \$131.25 Filing Fee, Certified Copy & Certificate Required | | |
| FROM: | | C JOYNER (printed or typed) | | _ | |
| | | RWOOD ROAD EAST Address | | SECRETARIAS | 1-2017-2 |
| l Wait | TALLAHASSEE Cin | 5, FL 32304-9 y, State & Zip | 259 | I PH 1:3 | |
| | | 576-5846 Telephone number | | JDA JDA | |

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

95 MAY - 1 PH 1:38

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Billiness Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

A STEP UP STEP SHOP, INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

545 BIRWOOD ROAD EAST TALLAHASSEE, FLORIDA 32304

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

TEN (10) SHARES

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

CAROLYN C. JOYNER 545 BIRWOOD ROAD EAST TALLAHASSEE, FLORIDA 32304

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CAROLYN C. JOYNER
545 BIRWOOD ROAD EAST
TALLAHASSEE, FLORIDA 32304

| The undo | ersigned inc | corporator(s) has | (have) execu | ted these Articl | es of Incorporation | on this |
|----------|--------------|-------------------|---------------|------------------|--|--------------|
| 1st. | day of _ | МАЧ | . | , 19 <u>96</u> | - <i>•</i> | |
| | | Carelyn | C Qo | Muse ature | · | |
| | | . | Sign | ature | | _ |
| | | | Sign | ature | ************************************** | _ |

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

| 1. | The name of the corporation is: A STEP UP STEP SHOP, INC | | | · · · · · · · · · · · · · · · · · · · |
|----|---|---|-------------------|---------------------------------------|
| 2. | The name and address of the registered agent and office is: | | | |
| | CAROLYN C. JOYNER (NAME) 545 BIRWOOD ROAD EAST (P.O. Box or Mail Drop Box NOT ACCEPTABLE) TALLAHASSEE, FLORIDA 32304 (CITY/STATE/ZIP) | SECRETARY OF STATE TALLAHASSEE, FLORIDA | 95 EAY -1 Ph 1:38 | |

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 I am familiar with and accept the obligations of my position as registered agent.

Carolyn C Japan MAY 1, 1996
(SIGNATURE) (DATE)

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

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| 3 4 ⊠ walk | (Corporation | · | (Document | · | <u> </u> |
| Mail o | out 💆 Wil | ill wait Photocol | py [| Certificate of State | 96 011 |
| Profit | CO (45) 54 (45) 47 | AMENDMENTS (Amendment | ATTENNE. | 24 25 88 | |
| NonProfit | | Resignation of R.A., Officer/I | Director | in - | |
| Limited Liabilit | y | Change of Registered Agent | | <u></u> | D 9 |
| Domestication | | Dissolution/Withdrawal | | | 5.5 |
| Other | | Merger | 1 1 | 1 | sa r |
| OTHER FII Annual Report Fictitious Name Name Reservati | I I I I I I I I I I I I I I I I I I I | REGISTRATION QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other | | ile Dil | |
| CR2E031(1/95) | | | | Examiner's Initials | |

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

96 JUL -1 AH 9 45

A STEP UP STEP SHOP; INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I NAME

THE STEP SHOP, INC

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: | The date of each amendment's adoption: JUNE 26, 1996 . |
|-----------|---|
| FOURTI | l: Adoption of Amendment(s) (CHECK ONE) |
| 5 | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. |
| C | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): |
| | "The number of votes cast for the amendment(s) was/were sufficient for approval by" |
| | |
| | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |
| Signature | Signed this |
| | the shareholders) |
| | OR |
| | (By a director if adopted by the directors) |
| | • • • |
| | OR |
| | (By an incorporator if adopted by the incorporators) |
| | |
| | CAROLYN C JOYNER Typed or printed name |
| | Printer |
| | Title |