

SENT BY: CARLTON FIELDS

10-15-00 12:14 PM

CARLTON, FIELDS-

10/15/00

8/15/96

ORIGIN: DIVISION OF CORPORATIONS

((H96000011395))

MEMORANDUM FOR THE RECORD

TO: DIVISION OF CORPORATIONS

DEPARTMENT OF STATE

STATE OF FLORIDA

409 EAST GAINES STREET

TALLAHASSEE, FL 32399

FAX: (904) 922-4000

CONTACT: ANNE ELLIS

PHONE: (813) 223-7000

FAX: (813) 229-4133

ONE HARBOUR PLACE
POST OFFICE BOX 3239
TAMPA FL 33601-33401-6194

((H96000011395))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: CARON, TOO, INC.

FAX AUDIT NUMBER: H96000011395

DATE REQUESTED: 08/15/1996

CERTIFIED COPIES: 1

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*Please return Confirmation
to Charles Carpenter ext. 249*

Thanks!

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 AUG 15 PM 4:52

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[Signature]
8/15

DIVISION OF CORPORATIONS

96 AUG 15 PM 2:37

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AUDIT # H96000011395

ARTICLES OF INCORPORATION
OF
CaRoB, Too, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I
Name

The name of the corporation is CaRoB, Too, Inc.

ARTICLE II
Initial Principal Office and Mailing Address

The Corporation's initial principal office and mailing address is 3476 Killdeer Place, Palm Harbor, Florida 34685.

ARTICLE III
Shares

The corporation shall have authority to issue 10,000 common shares with a par value of \$1.00 per share.

ARTICLE IV
Initial Registered Agent and Office

The street address of its initial registered office is One Harbour Place, Tampa, Florida 33602, and the name of its initial registered agent at that address is Kevin H. Sutton, Esquire.

Prepared by: Kevin H. Sutton, Esquire
Carlton Fields
One Harbour Place
Tampa, Florida 33602
Fla. Bar #0009830

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ARTICLE V
Incorporator

The name and address of the incorporator are:

Name**Address**

Bert A. Gressman

3476 Killdeer Place
Palm Harbor, FL 34685**ARTICLE VI**
Initial Director

The corporation initially shall have one director, whose name and address is:

Name**Address**

Bert A. Gressman

3476 Killdeer Place
Palm Harbor, FL 34685

Dated this 15th day of August, 1996.


BERT A. GRESSMAN, IncorporatorSECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, 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 duties and obligations of my position as registered agent.

Dated this 15th day of August, 1996.
KEVIN H. SUTTON, Registered Agent

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