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DIVISION OF CORPORATIONS :OT

FAX #: (904)922-4001

FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA

ACCT#: 105404002242

CONTACT: JULIO C EXQUIVEL PHONE: (813)977-5203

FAX #: (813)632-2797

NAME: ACCESSORY BOUTIQUE, INC.

AUDIT NUMBER...... H97000001965

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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Articles of Incorporation of Accessory Boutique, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA,

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Article I. Name

The name of this Florida corporation is:

Accessory Boutique, Inc.

Article II. Address

The mailing address of the Corporation is:

Accessory Boutique, Inc.
920 McMullen Booth Road
Clearwater FL 34619

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:

Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647

Article IV. Board of Directors

The name of each initial member of the Corporation's Board of Directors is:

James L. Chrissinger Terry Davidson

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations 15210 Amberly Drive • Suite 328 Tampa FL 33647

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 3, 1997

The undersigned incorporator executed these Articles of Incorporation on February 3, 1997

Corporate Creations

Bv:

Julio C. Esquivel President

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CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION: Accessory Boutique, Inc.

REGISTERED AGENT:
Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Corporate Creations

Date: February 3, 1997

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