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BRUCE C. CRAWFORD  
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January 31, 1997

Secretary of State  
Corporation Division  
The Capitol  
Tallahassee, FL 32304

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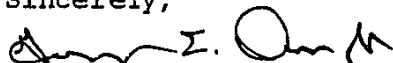
RE: Central Ave. Consignment Shoppe, Inc.

Gentlemen:

I enclose check in the amount of \$122.50 and original and one copy of the Articles of Incorporation of Central Ave. Consignment Shoppe, Inc.

I would appreciate your acknowledgement of this filing at your earliest convenience and thank you for your assistance.

Sincerely,



GEORGE E. OWEN, JR.

GEO:ms  
Enclosures

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DIVISION OF CORPORATIONS  
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ARTICLES OF INCORPORATION  
OF

CENTRAL AVE. CONSIGNMENT SHOPPE, INC.

We, the undersigned natural persons of the age of twenty-one or more, acting as Directors and Incorporators under the provisions of the Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be:

CENTRAL AVE. CONSIGNMENT SHOPPE, INC.

ARTICLE II

Principal Place of Business

The principal place of business is to be located at  
3660 Central Avenue, St. Petersburg, Florida 33711.

ARTICLE III

Term of Existence

The duration of this corporation is to be perpetual.

ARTICLE IV

Purpose

Resale of clothing, gifts, jewelry and accessories and generally to do and perform everything necessary for carrying out the aforesaid purposes, and to engage in such other business or

businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

#### ARTICLE V

##### Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be five hundred (500) shares of common stock, each with a par value of One (\$1.00) Dollar.

#### ARTICLE VI

##### Minimum Capital

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

#### ARTICLE VII

##### Subscribers, Incorporators and Directors

The names and addresses of the Subscribers, Incorporators and Directors are:

<u>Name</u>	<u>Shares Subscribed</u>	<u>Address</u>
Trudy Ann Martin	500	5826 28th Street South St. Petersburg, Fl 33712

#### ARTICLE VIII

##### Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be

signed by all persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

#### ARTICLE IX

##### Directors

The management and control of this corporation shall be vested in a Board of Directors comprised of at least one director. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

#### ARTICLE X

##### Officers

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also from time to time provide for and elect all other officers or committees which to their Board may seem expedient. Two or more offices may be held by the same person. The officers who are to conduct the business of the corporation and shall serve as such until the next

annual election of officers shall be as follows:

President/Secretary/Treasurer Trudy Ann Martin  
5826 28th Street South  
St. Petersburg, Fl 33712

#### ARTICLE XI

##### Seal

The seal of this corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL - 1996-FLORIDA" and around the circumference thereof the words "CENTRAL AVE. CONSIGNMENT SHOPPE, INC."

#### ARTICLE XII

##### Registered Office and Registered Agent

The address of the registered office of this corporation is 888 Executive Center Drive West, Suite 202, St. Petersburg, Florida 33702. The name of the initial registered agent of this corporation at that address is: GEORGE E. OWEN, JR.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of this corporation, execute these Articles of Incorporation and certify to the truth of the facts herein stated this 31 day of

January, 1996<sup>7</sup>.

  
TRUDY ANN MARTIN

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared

TRUDY ANN MARTIN, who, after being first duly cautioned and sworn,  
depose and say that he has affixed his name to the foregoing  
Articles of Incorporation of CENTRAL AVE. CONSIGNMENT SHOPPE, INC.  
as the original subscribers to said corporation for the purpose  
therein stated. I relied upon the following form of  
identification: \_\_\_\_\_  
or personally known ✓.

WITNESS my hand and official seal at Tampa, Hillsborough  
County, Florida, this 31 day of January, 1998.

Michele Schibler  
Notary Public

Print name: Michele Schibler

My commission expires:

MICHELE SCHIBLER  
Notary Public - State of Florida  
My Commission Expires  
December 14, 1999  
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DIVISION OF CORPORATIONS

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DESIGNATION OF REGISTERED AGENT

Pursuant to Chapter 607, Florida Statutes, the following Certificate is submitted in compliance therewith:

IT IS HEREBY DECLARED that CENTRAL AVE. CONSIGNMENT SHOPPE, INC. is desirous to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of St. Petersburg, County of Pinellas, State of Florida, and has named GEORGE E. OWEN, JR., located at 888 Executive Center Drive West, Suite 202, St. Petersburg, Florida 33702, as its agent to accept service of process in the State of Florida.

ACKNOWLEDGMENT

STATE OF FLORIDA  
COUNTY OF PINELLAS

Having been named to accept service of process for the above stated corporation at the place designated in the above Certificate, I hereby accept to act in this capacity, and I agree to comply with all of the provisions of said Act.

  
GEORGE E. OWEN, JR.

Personally sworn to and subscribed before me this 31 day of January, 1997. I relied upon the following form of identification: \_\_\_\_\_ or personally known: ☒

  
Notary Public

Print name: Michele Schibler

MICHELE SCHIBLER  
Notary Public - State of Florida  
My Commission Expires  
December 14, 1999  
CC499623