CAPITAL CONNECTION, INC.

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The Closet Clinic, Ire.

Signature

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Confet :

ARTICLES OF INCORPORATION

OF

THE CLOSET CLINIC, INC.

97 JUN 23 PH 4: 16
SECULIARY LESTATE
TALLAHASSEF FLORIOA

I, the undersigned, whose name is hereunto subscribed, make this certificate for the purpose of forming a corporation to be known as THE CLOSET CLINIC, INC., and hereby associate ourselves together for the purpose of becoming such corporation for profit under the laws of the State of Florida for the purpose and with the rights, powers and objects hereinafter set forth as follows:

ARTICLE I

NAME

The name of the corporation shall be THE CLOSET CLINIC, INC.

ARTICLE II

NATURE OF BUSINESS

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, except that it is not to conduct banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition activity or business.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares non par value common stock.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

ADDRESS

The initial street address of the principal office of this corporation in the State of Florida is 18401 U.S. 19 North, Hudson, Florida 34667.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

DIRECTORS

This corporation shall have one (1) director. The number of directors may be increased from time to time by virtue of by-laws adopted by the stockholder but shall never be less than one (1).

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the member of the first Board of Directors

are:

ADDRESS:

CAROL LYNN CALLEAR

18401 U.S. 19 North Hudson, FL 34667

ARTICLE IX

INITIAL OFFICERS

The names and addresses of the officers of this corporation, who, subject to these Articles of Incorporation, the by-laws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation, or until an election is held by the directors of this corporation for the election of permanent officers, or

ARTICLE X

SUBSCRIBERS

The names and addresses of each of the subscribers to these Articles of Incorporation and the number of shares each agrees to take are:

NAME:

ADDRESS:

SHARES:

CAROL LYNN CALLEAR

18401 U.S. 19 North Hudson, FL 34667 100

ARTICLE XI

REGISTERED AGENT

The corporation has named CAROL LYNN CALLEAR, 18401 U.S. 19 North, Hudson, Florida 34667, as its registered agent to accept service of process within the State of Florida.

ARTICLE XII

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law; every amendment shall be approved by the Board of Directors proposed by them to the stockholders and approved at a stockholders meeting by majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

CAROL LYNN CALLEAR

STATE OF FLORIDA COUNTY OF PASCO

BEFORE ME, the undersigned authority, duly authorized to take
acknowledgments, appeared CAROL LYNN CALLEAR, who is personally known to me
or identified by FL DL and
who executed the foregoing Articles of Incorporation and she acknowledged
before me that she subscribed to such Articles of Incorporation.
WITNESS my hand and seal this /9 day of June, 1997, at
New Port Richey, Pasco County, Florida.
My Commission Expires: OFFICIAL NOTARY SEAL BARBARA A REICH NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC436269 MY COMMISSION EXP. FEB. 22,1999
Acceptance of Registered Agent
I hereby am familiar with and accept the duties and responsibilities
as registered agent for THE CLOSET CLINIC, INC.
CAROL LYNN CALLEAR
STATE OF FLORIDA COUNTY OF PASCO
SWORN AND SUBSCRIBED to before me this 19 day of June,
1997. Personally known or form of ID FL DL . Barbara a laich Notary Public
My Commission Expires:

OFFICIAL NOTARY SEAL BARBARA A REICH

NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC436267 MY COMMISSION EXP. FEB. 22,1999 97 JUN 23 PH 4: 16