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97 JUL 10 AM 10:43

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

SUBJECT: LIL' ANGELS, CHILDREN'S CLOTHING AND ACCESSORIES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DEBRA SUSAN Ashlin
Name (Printed or typed)

796 TIMBERWOOD CIR. E.
Address

TALLA, FL. 32304
City, State & Zip

904/576-5805
Daytime Telephone number

RECEIVED
97 JUL 10 AM 10:38
DIVISION OF CORPORATION

Debra Ashlin
CORPORATION BY PHONE
CORRECT COPY NAME
7/10

Will Whit
7/10/97

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

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of the corporation shall be: LIL' ANGELS, CHILDREN'S CLOTHING AND ACCESSORIES, INC.

ARTICLE 2. PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

ARTICLE 3. INITIAL BUSINESS

The corporation initially intends to conduct the business of selling children's clothing and gifts. Such initial intention shall in no manner whatever limit the character of the business which the Corporation may ultimately conduct.

ARTICLE 4. AUTHORIZED CAPITAL

The authorized capital stock of this Corporation shall be 1,000 shares of common stock, par value \$ 1.00 per share.

ARTICLE 5. REGISTERED AGENT

The name and address of the initial Registered Agent of the Corporation is:

DEBRA SUSAN ASHLIN
796 TIMBERWOOD CIRCLE EAST
TALLAHASSEE, FL. 32304

The principal address is the same as the registered office.

ARTICLE 6. BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) director. The person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualified is: Debra Susan Ashlin, 796 Timberwood Circle E. Tallahassee, Fla. 32304 as President/Vice President, otherwise, the number of persons to serve on the Board of Directors shall be fixed by the Bylaws of the Corporation.

ARTICLE 7. INCORPORATORS

The name and address of the incorporator of the Corporation is: Debra Susan Ashlin, 796 Timberwood Circle E. Tallahassee, FL. 32304 as President/Vice President.

ARTICLE 8. DISTRIBUTION FROM CAPITAL SURPLUS

The Board of Directors of the Corporation may, from time to time, distribute to its shareholders out of, or purchase its own shares from, the capital surplus of the corporation.

ARTICLE 9. REPURCHASE OF SHARES

The Board of Directors of the Corporation may, from time to time, cause the Corporation to purchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the Corporation.

ARTICLE 10. DIVIDENDS

The Board of Directors may authorize the payment of dividends to the holders of shares of stock payable in shares.

ARTICLE 11 INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS:

The corporation may indemnify officers, directors, employees or agents in accordance with applicable sections of the state statutes or any successor statute.

ARTICLE 12. LIMITATION OF LIABILITY

The liability of directors to the Corporation or its shareholders for monetary damages for breach of fiduciary duty is eliminated and or limited to the full extent permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 10th day of July, 1997.

Debra Susan Ashlin

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: LIL' ANGELS, CHILDREN'S CLOTHING AND ACCESSORIES, INC.

2. The name and address of the registered agent and office is:

DEBRA SUSAN ASHLIN

(Name)

796 TIMBERWOOD CIRCLE EAST

(P.O. Box or Mail Drop Box NOT Acceptable)

TALLAHASSEE, FL. 32311

(City/State/Zip)

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.

Debra Susan Ashlin
(Signature)

7/10/97
(Date)