



THE UNITED STATES
CORPORATION
COMPANY

97000069760

ACCOUNT NO. : 072100000032

REFERENCE : 493715 7134242

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : August 12, 1997

ORDER TIME : 9:59 AM

ORDER NO. : 493715-005

CUSTOMER NO: 7134242

CUSTOMER: Ms. Paula A. Willis
PAULA A. WILLIS, P.A.

P. O. Box 5820

Ocala, FL 34478

900002264879--5
-08/12/97--01072--024
****122.50 ****122.50

FILED
97 AUG 12 PM 12:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: THE PETITE CLOSET, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tina M. Bartlett

EXAMINER'S INITIALS:

RECEIVED
97 AUG 12 PM 12:22
TALLAHASSEE FLORIDA
DIVISION OF CORPORATE AFFAIRS

SN AUG 12 1997

7

PAULA A. WILLIS, P.A.

ATTORNEY AT LAW

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PAULA A. WILLIS, ESQUIRE

MAGDA LANZA, J.D., LEGAL ASSISTANT

TONYA M. CLEMENTS, LEGAL ASSISTANT

ANGEL CRAIG, LEGAL ASSISTANT

300 SE 1ST AVENUE, SUITE C
POST OFFICE BOX 5820
OCALA, FLORIDA 34478

* ADMITTED TO THE STATE AND
FEDERAL BAR IN PUERTO RICO
LICENSE # 10341

August 8, 1997

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

Re: The Petite Closet, Inc.

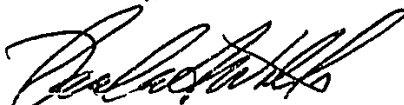
Dear Sir or Madam:

Enclosed herewith for filing please find an original and one copy of the Articles of Incorporation with regard to the above corporation.

Also enclosed is my check in the amount of \$122.50, representing \$35.00 filing fee, \$35.00 registered agent fee, and \$52.50 for a certified copy of the Articles of Incorporation.

Thank you for your assistance and cooperation in this matter. Should you have any comments or questions, please feel free to contact me.

Sincerely,



Paula A. Willis, Esquire
PAULA A. WILLIS, P. A.

PAW/anc
enclosures

ARTICLES OF INCORPORATION

OF

THE PETITE CLOSET, INC.

FILED

97 AUG 12 PM 2:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator desiring to form a corporation in accordance with Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation shall be **The Petite Closet, Inc.**

**ARTICLE TWO
REGISTERED OFFICE AND AGENT**

The location and mailing address of the Corporation's initial registered office in Florida is:

230 SW 10th Street
Ocala, Florida 34474

The initial registered agent at the registered office is:

Ethel V. Howell

The corporation's principal office and mailing address is:

230 SW 10th Street
Ocala, Florida 34474

**ARTICLE THREE
PURPOSE**

The purpose for which the Corporation is organized shall be to engage in any activity or business permitted under the laws of the United States, of this State, and of any other lawful jurisdiction.

**ARTICLE FOUR
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE FIVE
INCORPORATOR**

The name and post office address of the incorporators are:

Name	Address
Ethel V. Howell	2100 SE 38 th Street Ocala, Florida 34480
and	
Frank Howell	2100 SE 38 th Street Ocala, Florida 34480

**ARTICLE SIX
DIRECTORS**

The Board of Directors shall consist of 3 members initially. The number of directors may be increased from time to time by By-Laws adopted by the stockholders, but shall never be fewer than one (1). The name and address of the first Board of Directors is:

Name	Title	Address
Ethel V. Howell	President	2100 SE 38th Street Ocala, Florida 34480
Frank Howell	Vice President	2100 SE 38 th Street Ocala, Florida 34480
Priscilla Windham	Secretary/Treasurer	4230 SE 61 st Street Ocala, Florida 34480

**ARTICLE SEVEN
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to have outstanding is 500, all of which shall be common shares, with par value of \$1.00 per share.

**ARTICLE EIGHT
STATED CAPITAL**

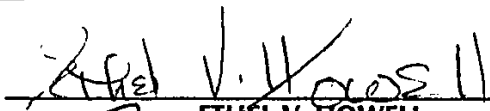
The amount of capital with which the Corporation shall begin business is \$500.00.

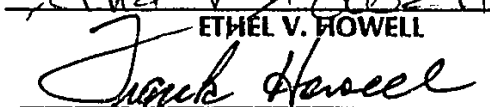
**ARTICLE NINE
AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting power of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on the 8
day of August, 1997.



ETHEL V. HOWELL


FRANK HOWELL

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 8 day of August, 1997, by ETHEL V. HOWELL and FRANK HOWELL who are personally known to me or who has produced Florida Driver License #H 400-218-28-715-0 and #H 400-274-26-082-0, respectively, as identification and who did take an oath.

Print:

Signature:

Notary Public

State of Florida At Large

Commission Expires: _____

[Seal]



ANGELIQUE CRAIG
My Comm Exp. 6/03/00
Bonded By Service Ins
No. CC346872
I Personally Know I Don't Know

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AN AGENT UPON WHOM PROCESS
MAY BE SERVED, AND ACCEPTANCE BY REGISTERED AGENT.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:


That THE PETITE CLOSET, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the city of Ocala, County of Marion and State of Florida has named **ETHEL V. HOWELL** as its agent to accept service of process within this State.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ETHEL V. HOWELL
REGISTERED AGENT



DATE

FILED
97 AUG 12 PM 2:39
TALLAHASSEE, FLORIDA
SECRETARY OF STATE