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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735  
(904)561-1025

FAX #:

NAME: JO ANN -BOYNTON, INC. AUDIT NUMBER.....H97000019928 DOC  
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS...  
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**JO ANN-BOYNTON, INC.**

The undersigned incorporator of these Articles of Incorporation, a natural person competent to contract, hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this corporation is JO ANN-BOYNTON, INC.

**ARTICLE II - DURATION**

This corporation is to exist perpetually commencing at the time of filing the Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting all business which may be permitted under the laws of the State of Florida and approved by the Board of Directors.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue One Hundred (100) shares common stock at \$10.00 par value.

THOMAS J. WOOLLEY, JR., ESQUIRE  
639 E. Ocean Ave., Suite 408  
Boynton Beach, FL 33435  
Fla. Bar No.: 166163  
(561)737-4818

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**ARTICLE V - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED  
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 639 East Ocean Avenue, Suite 408, Boynton Beach, Florida 33435. The name of the initial registered agent of this corporation is THOMAS J. WOOLLEY, JR., ESQUIRE. The principal office and/or mailing address of the corporation is 639 East Ocean Avenue, Suite 408, Boynton Beach, Florida 33435.

**ARTICLE VII - INITIAL BOARD  
OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1) director.

The name and address of the initial director of this corporation are:

JO ANN DELUCA  
1115 North Federal Highway  
Boynton Beach, Florida 33435

VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

JO ANN DELUCA  
1115 North Federal Highway  
Boynton Beach, Florida 33435

ARTICLE IX - BY-LAWS

In furtherance and not in limitation of the powers conferred by Statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2<sup>nd</sup> day of December, 1997.

  
JO ANN DELUCA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

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

First--that JO ANN-BOYNTON, INC. desires 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 Boynton Beach, County of Palm Beach, has named THOMAS J. WOOLLEY, JR., ESQUIRE, 639 East Ocean Avenue, Suite 408, Boynton Beach, Florida 33435, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT:**

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.

  
THOMAS J. WOOLLEY, JR., ESQ.

December 2, 1997  
(Date)

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TALLAHASSEE, FLORIDA

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