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FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

February 16, 1998

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

EFFECTIVE DATE
2-24-98

50000244435-0
-03/02/98-01142-013
*****70.00 *****70.00

Re: Articles of Incorporation, *Shamrock Fashions, Inc.*

Dear Sir or Ma'am:

Please file the Articles of Incorporation for *Shamrock Fashions, Inc.*

An original and a copy of the Articles are enclosed along with an Acceptance of Designation as Registered Agent and a check in the amount of \$70.00 dollars. The check represents payment of the following fees:

Filing Fees:	\$35.00
Registered Agent Designation:	<u>\$35.00</u>
Total:	\$70.00

Please send the date-stamped copy of the Articles to me at the address set forth above. If you have any questions, please contact my office.

Very truly yours,

Scott D. LaRue
Scott D. LaRue

F. CHESSEY MAR 3 1998

**ARTICLES OF INCORPORATION
OF
SHAMROCK FASHIONS, INC.**

The undersigned incorporator hereby forms a corporation under the laws of the State of Florida.

EFFECTIVE DATE
2-24-98

ARTICLE I NAME

The name of the corporation is *Shamrock Fashions, Inc.*

ARTICLE II ADDRESS

The corporation's address is *1325 BayHarbor, Dr., Palm Harbor, FL 34685.*

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ARTICLE III COMMENCEMENT OF CORPORATE EXISTENCE

The corporation's existence will commence *February 24, 1998*; provided however, that such date is within five business days prior to the date these Articles of Incorporation are filed by the Department of State of the State of Florida. If such date is not within five business days of the date of filing, then the corporation's existence will commence on the date these articles of incorporation are filed by the Department of State of the State of Florida.

ARTICLE IV BUSINESS AND POWERS

The corporation may engage in any activity or business not prohibited by the laws of the United States or the State of Florida and will have the power and authority to do everything necessary, proper, advisable or convenient to accomplish its purposes and to do all other things incidental thereto or connected therewith which are not prohibited by law or these Articles of Incorporation.

ARTICLE V AUTHORIZED SHARES

The corporation is authorized to issue *100 shares of \$0.01* par value common stock, each of which will confer the same rights and privileges as conferred by all the other common shares of the corporation. Shareholders of the corporation will not have preemptive rights.

ARTICLE VI INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation *1325 BayHarbor, Dr., Palm Harbor, FL 34685* and the initial registered agent at that same address is *Suzanne Poteat*.

ARTICLE VII INITIAL DIRECTORS

The following individuals will be the initial directors of the corporation:

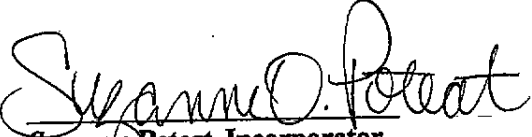
Suzanne Poteat

The initial directors will hold office for the first year of the corporation's existence and until their successors are duly elected and qualified, subject to their earlier resignation, or their removal from office by the shareholders of the corporation at any time with or without cause.

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is *Suzanne Poteat, 1325 BayHarbor, Dr., Palm Harbor, FL 34685.*

The undersigned incorporator has executed these Articles of Incorporation this 24 day of February, 1998.


Suzanne Poteat, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, hereby accepts his designation as registered agent of corporation set forth below and acknowledges that he is familiar with and understands the obligations of this position.

1. The name of the corporation is *Shamrock Fashions, Inc.*
2. The name and address of the registered agent is:

Suzanne Poteat
1325 BayHarbor, Dr.
Palm Harbor, FL 34685


Suzanne Poteat

Date: 2/24/98

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