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March 23, 1998

FILED
98 MAR 26 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

RE: Pants Towne, Inc.

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-03/26/98--01111--001
****122.50 ****122.50

Dear Friends:

Enclosed please find our firm check in the amount of \$122.50 for the filing of the enclosed Articles of Incorporation for the above referenced entity. A duplicate original is enclosed in order that you may send one back to us after the corporation has been accepted.

Thank you very much for your assistance and cooperation in this matter.

Sincerely yours,

Elizabeth O. Sanders

Elizabeth O. Sanders
Paralegal

/EOS
Enc.

JB
3-30-98

ARTICLES OF INCORPORATION

OF

PANTS TOWNE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ricardo Alvarez, the undersigned desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

ARTICLE I

The name of the Corporation shall be Pants Towne, Inc.

ARTICLE II

The Corporation shall be entitled to engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time shall be 7,500 authorized shares of One Dollar (\$1.00) par value, all of which shall be common stock of the same class. All stock issued shall be fully paid and non-assessable.

ARTICLE IV

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

ARTICLE V

The Corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office is Room No. 435, Tyrone Square Shopping Center, 6901 22nd Avenue, St. Petersburg, FL 33710.

ARTICLE VII

The business of the Corporation shall be managed by its Board of Directors. The number of Directors constituting the entire Board shall not be less than one (1) nor more than five (5) and

subject to such minimum may be increased or decreased from time to time by Amendment of the By-Laws in a manner not prohibited by law. Until so changed the number shall be one (1).

ARTICLE VIII

The name and street address of the first Board of Directors, who, subject to the provisions of the 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 Corporation's existence or until his successor is elected and has qualified, are as follows:

Name	Address	Office
Ricardo Alvarez	Room No. 435 Tyrone Square Shopping Center 6901 22nd Avenue St. Petersburg, FL 33710	President, Treasurer, Secretary and Director

ARTICLE IX

The name and address of each subscriber of the Articles of Incorporation are as follows:

Name	Address
Ricardo Alvarez	Room No. 435 Tyrone Square Shopping Center 6901 22nd Avenue St. Petersburg, FL 33710

ARTICLE X

The name and address of the Registered Agent in charge of the Corporation's registered office is Jeremy E. Gluckman, 707 N. Franklin Street, Fourth Floor, Tampa, Florida 33602.

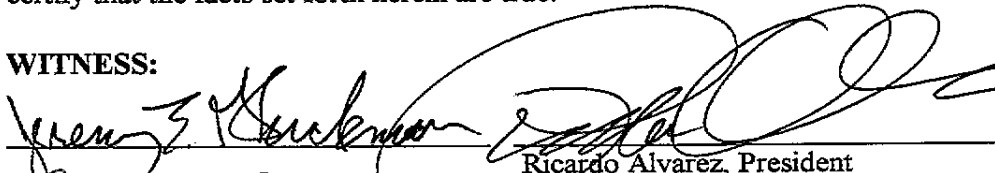
The physical and post office address of the Registered Agent of the corporation is: 707 N. Franklin Street, Fourth Floor, Tampa, Florida 33602.

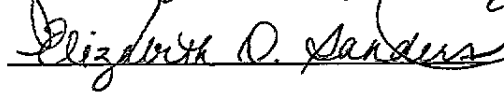
ARTICLE XI

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 stockholder's meeting by at least a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment of the Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the capital stock hereinabove named, has hereunto set his hand and seal this 20th day of March, 1998, for the purpose of forming this Corporation to do business both within and without the State of Florida, in pursuance of the corporation laws of the State of Florida and these Articles of Incorporation and does certify that the facts set forth herein are true.

WITNESS:


Ricardo Alvarez, President


Elizabeth O. Sanders

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

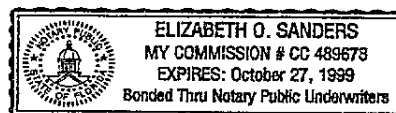
The foregoing instrument was acknowledged before me this 20th day of March, 1998, by the above named individual, who acknowledged the due execution of the foregoing for the purposes therein expressed.

- ☒ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.


Signature of Notary

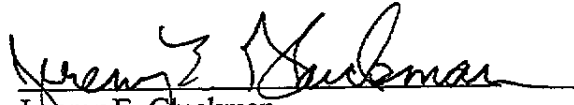
Name of Notary

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, Jeremy E. Gluckman, hereby accept the responsibility of being registered agent for Great American Properties, Inc., the office address is 707 N. Franklin Street, Fourth Floor, Tampa, Florida 33602. My telephone number is (813) 221-5385.


Jeremy E. Gluckman

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