

P99000033625

DEBRA L. AYERS
2502 Laurelwood Lane
Valrico, Florida 33594

April 7, 1999

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

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*****70.00 *****70.00

RE: ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed please find the necessary documents for the corporate registration of FAIRWAY FASHIONS, INC., along with a check in the amount of \$70.00 for the filing fee and any other required costs.

Also enclosed is a photocopy of the corporate documents. Please return this to me with the filing date stamped on it.

Your help in this matter is greatly appreciated.

Sincerely,

Debra L. Ayers

Debra L. Ayers

FILED
99 APR -8 PM 2:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION
OF
FAIRWAY FASHIONS, INC.

FILED
99 APR -8 PM 2:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporation, being of full age, does hereby make and file these Articles of Incorporation under the provisions of the Florida General Corporation Act for the purpose of becoming a corporation and does hereby accept all the rights, privileges and obligations conferred and imposed by the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is FAIRWAY FASHIONS, INC. with its principal address at 2502 Laurelwood Lane, Valrico, Florida 33594.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

ARTICLE III - PURPOSE

The purpose of this corporation is to transact lawful business in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2502 Laurelwood Lane, Valrico, Florida 33594, and the name of the initial registered agent of this corporation is **DEBRA L. AYERS**, 2502 Laurelwood Lane, Valrico, Florida 33594.

ARTICLE VI - 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 issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1) nor more than five (5). The name and address of the initial directors of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
DEBRA L. AYERS	2502 Laurelwood Lane, Valrico, Florida 33594

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
DEBRA L. AYERS	2502 Laurelwood Lane, Valrico, Florida 33594

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto and any right conferred upon the shareholders is subject to this reservation

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of
Incorporation the 7th Day of April, 1999.

Debra L. Ayers
DEBRA L. AYERS

above signature acknowledges acceptance as
Registered Agent

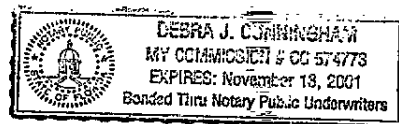
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared DEBRA L. AYERS, who has produced proper
identification, and who executed the foregoing Articles of Incorporation, and she acknowledged
before me that she executed those Articles of Incorporation freely and voluntarily.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the
state and county aforesaid this 7th day of April, 1999.

I D. personally known to me,

Debra J. Cunningham
NOTARY PUBLIC



FILED
99 APR -8 PM 2:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA