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August 3, 1999

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-08/09/99-01043-008

\*\*\*\*\*87.50 \*\*\*\*\*87.50

RE: Ashley's Treasures, Inc.

Dear Division of Corporations:

Enclosed is an original and two copies of the articles of incorporation of the above corporation. Please also find remittance in the amount of \$87.50, for filing fees, certificate of status and certified copy.

Thank you for your attention to this matter.

Sincerely,

Jeffrey S. Sandler  
Attorney At Law

JSS/dh

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SECRETARY OF STATE  
TALLAHASSEE, FL 09001

8-13  
WS

ARTICLES OF INCORPORATION  
OF  
ASHLEY'S TREASURES, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is ASHLEY'S TREASURES, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 113 East Tarpon Avenue, Tarpon Springs, Florida 34689.

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Barbara Lawrence  
113 East Tarpon Avenue  
Tarpon Springs, Florida 34689

ARTICLE V - INCORPORATOR

The names and addresses of the incorporator to these Articles of Incorporation is:

NAME

Barbara Lawrence

ADDRESS

113 East Tarpon Avenue  
Tarpon Springs, Florida 34689

Barbara Lawrence  
Barbara Lawrence, Incorporator

Aug. 2, 1999  
Date

ACCEPTANCE OF REGISTERED AGENT

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.

Barbara Lawrence      Aug. 2, 1999  
Barbara Lawrence      Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA