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October 8, 1999

GARY J. ANTON

BOARD CERTIFIED CIVIL TRIAL LAWYER

BRYAN J. KIEFER

MARY K. KRAEMER

PAMELA H. PAGE

STEPHEN L. SPECTOR

SANDRA P. STOCKWELL

BOARD CERTIFIED REAL ESTATE LAWYER

DOUGLAS L. STOWELL

SAMANTHA D. BOGE

OF COUNSEL

ARBITRATOR FOR

AMERICAN ARBITRATION ASSOCIATION

CERTIFIED MEDIATOR

Secretary of State

Division of Corporations

Corporate Filing

Tallahassee, Florida

Re: Cottage Outfitters, Inc.

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-10/13/99--01056--008

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Greetings:

Enclosed are an original and a copy of the Articles of Incorporation of the above referenced corporation. Please file the original, indicate the filing date on the copy, and return the copy to me.

Also enclosed is a check covering the fees and charges for the items listed below, as indicated:

1. Articles of Incorporation filing fee, \$35.00.
2. Certified copy of Articles of Incorporation, \$8.75.
3. Registered Agent Designation Filing Fee, \$35.00.

If the corporation name requested is not available, please call us immediately. Thank you for your cooperation.

Sincerely,

*Leslie Williams*

GAVE

AUTHORIZATION BY PHONE TO

Correct

ad Act II

DATE

10-19-99

SPS/lrw DOC. EXAM

Enclosures

Leslie R. Williams

Assistant to Sandra P. Stockwell

FILED  
99 OCT 13 AM 8:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CB  
10-19-99

**ARTICLES OF INCORPORATION**

**OF**

**COTTAGE OUTFITTERS, INC.**

The undersigned, desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby certify:

Article I.

The name of this corporation (which is hereinafter called the "Corporation") shall be:

**COTTAGE OUTFITTERS, INC.**

and the principal place of business will be P. O. Box 4662  
Seaside, Florida 32459

Article II.

The purpose or purposes for which the Corporation is formed are:

- A. To engage in the business of retail sales.
- B. To have one or more offices in the State or in any other State, territory or country; to carry on any and all of the operations and businesses of said Corporation without restriction or limit as to amount; to incur indebtedness without limit as to amount; to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real or personal property or both of every class and description in any of the States or Districts of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory or Country.
- C. To transact any other lawful business for which corporations may be incorporated under the Act.
- D. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

Article III.

The Corporation shall have perpetual existence.

Article IV.

The aggregate number of shares which the Corporation is authorized to issue is 100 shares of common stock with a par value of One Dollar per share.

Article V.

The street address of the initial registered agent of the Corporation is 211 E. Call Street, Tallahassee, Florida 32301 and the name of the initial registered agent of the Corporation at that address is Sandra P. Stockwell.

Article VI.

The Board of Directors of the Corporation shall conduct the affairs of the Corporation and shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors of the Corporation who shall hold office until their successors have been duly elected and qualified, are as follows:

Melissa Sue Davis	P. O. Box 4662
	Seaside, Florida 32459

Article VII.

The name and address of each incorporator signing these Articles of Incorporation is:

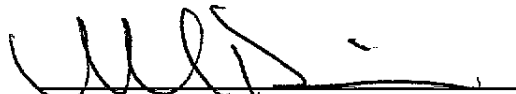
Melissa Sue Davis  
P. O. Box 4662  
Seaside, Florida 32459

Article VIII.

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shall not apply nor have any application to this corporation.

Article IX.

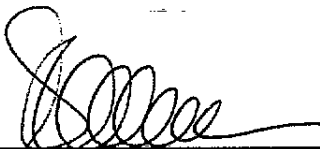
These Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of Incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their intention that an amendment to the Articles of Incorporation be adopted.

  
Melissa Sue Davis

STATE OF FLORIDA  
COUNTY OF

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared Melissa Sue Davis, to me well known (or satisfactorily proven) to be the person(s) described in the foregoing instrument, and subscribed to and executed the foregoing Articles of Incorporation and acknowledged the execution thereof to be free act and deed for the uses and purposes therein expressed.

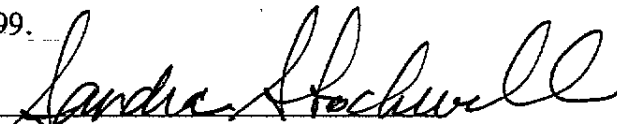
WITNESS my hand and official seal in the county and state aforesaid on this 5<sup>th</sup> day of October, 1999.

  
NOTARY PUBLIC  
My Commission Expires: 12/01/2000  
Bonded By Service Ins  
No. CC604461  
[SEAL] ☒ Personally Known ☐ Other I.D.

FILED  
99 OCT 13 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept Service of Process for the above stated Corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 8<sup>th</sup> day of October, 1999.

  
Sandra P. Stockwell  
Registered Agent