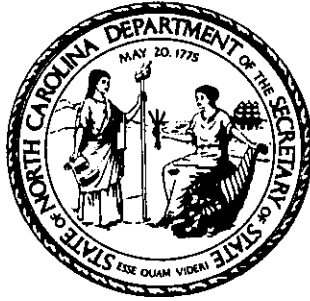




# State of North Carolina



Department  
of the  
Secretary of State

To all to whom these presents shall come, Greeting:

I, Thad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( 3 sheets) to be a true copy of

ARTICLES OF INCORPORATION

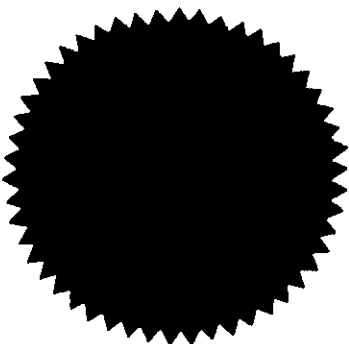
OF

J & B CLOTHIERS, INC.

and the probates thereon, the original of which was filed in this office on the 18th day of September 19 80, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 18th day of September in the year of our Lord 19 80.



Secretary of State

By Deputy Secretary of State

FILED

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THAD EURE  
SECRETARY OF STATE  
NORTH CAROLINA

273564

ARTICLES OF INCORPORATION  
OF  
J & B CLOTHIERS, INC.

The undersigned, being of the age of eighteen (18) years or more, does hereby form a business under the Laws of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act", and the several amendments thereto, and to that end does hereby set forth:

1. The name of the corporation shall be  
J & B CLOTHIERS, INC.
2. The duration of the corporation shall be  
perpetual.
3. The purposes for which this corporation is  
organized is:
  - a. To establish, maintain, conduct, and operate a haberdashery, and to generally buy, sell, trade, and deal in any and all kinds of clothing, wearing apparel, and accessories, hats, shoes, traveling bags, suit cases, leather goods of any and all kinds, jewelry, and any and all other commodities generally handled by dealers in the foregoing articles;
  - b. To buy, sell, exchange and otherwise deal in goods, wares, and merchandise of every kind and description, including goods, wares and merchandise not specifically herein mentioned; and
  - c. To engage in any lawful act or activity for which corporations may be organized under the Laws of North Carolina as contained in Chapter 55 of the General Statutes of North Carolina and any amendments thereto.

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(2)

4. The authorized capital stock shall be One Hundred Thousand (100,000) shares with a par value of One Dollar (\$1.00) per share.
5. The minimum amount of consideration to be received for its shares and with which the corporation shall commence business is Five Hundred Dollars (\$500.00).
6. The initial registered office of the corporation is:  
2005 Silas Creek Parkway  
Winston-Salem, North Carolina 27103  
Forsyth County

The initial registered agent at that address is:  
Erwin J. Bohensteriel, III.

7. The number of persons constituting the initial Board of Directors shall be Two (2) and their respective names and addresses are:

Erwin J. Bohensteriel, III  
632 Laurel Street  
Winston-Salem, North Carolina 27101  
Forsyth County

B. Keith O'Connor  
3251 Northeast 56th Court  
Fort Lauderdale, Florida 33308

8. The name and address of the incorporator are:

Erwin J. Bohensteriel, III  
632 Laurel Street  
Winston-Salem, North Carolina 27101  
Forsyth County

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, this the 15<sup>th</sup> day of September, 1980.

s/ Erwin J. Bohensteriel, III,  
ERWIN J. BOHENSTIEL, III

NORTH CAROLINA  
FORSYTH COUNTY

This is to certify that on the 15<sup>th</sup> day of September, 1980 before me, a Notary Public, personally appeared ERWIN J. BOHENSTIEL, III who I am satisfied is the person named in and who executed the foregoing Articles of Incorporation, and I am satisfied, having first made known to him the contents thereof,

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(3)

he did acknowledge that he signed and delivered the same as his voluntary act and deed for the uses and purposes therein expressed.

In testimony whereof, I have hereunto set my hand and affixed the official seal, this the 15<sup>th</sup> day of September, 1980.

(seal affixed)

s/ Harry A. Boles  
NOTARY PUBLIC

My Commission Expires:

November 25, 1984

PRESENTED FOR  
REGISTRATION  
AND RECORDED

SEP 22 11 33 AM '80

EDWIN AYERS  
REGISTER OF DEEDS  
FORSYTH CO., N.C.

*16.00Pd 30*

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