

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

NANCY ANN'S, LTD.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 11, 1988



Pete T. Cenarrusa
SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF
NANCY ANN'S, LTD.

FEB 11 10 21 AM '88
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation:

I.

The name of the Corporation is: NANCY ANN'S, LTD.

II.

The Corporation is to have perpetual existence.

III.

The Corporation is organized for the purpose of RETAIL SALES OF GOODS AND GIFTS, and for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The authorized capital of the corporation consists of a single class of stock, the total number of authorized shares is 3 with a par value of \$ no par, and an aggregate par value of \$ 0.

V.

The holders of shares of stock in this corporation are not entitled to pre-emptive rights to purchase additional shares of stock.

VI.

The address of the initial registered office of the Corporation is Rt. 5, Box 5667, Nampa, Idaho 83651.

VII.

The name and address of the initial registered agent of the Corporation is: Robert L. Drinkard - Rt. 5, Box 5667, Nampa, Id. 83651.

STATE OF IDAHO }
COUNTY OF Canyon }

I, Leone M. Dinler, A notary public, do hereby certify that on this 10th day of February, 1988, personally appeared before me Robert L. Drinkard, who, being by me first duly sworn, declared that he is the President of NANCY ANN'S, LTD. that he signed the foregoing documents as President of the Corporation, and that the statements therein contained are true.

Leone M. Dinler
Notary Public for Idaho
Residing at: Nampa
My Commission Expires: 2/4/94

