

**Commonwealth of Kentucky
Trey Grayson, Secretary of State**

Trey Grayson
Secretary of State
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Articles of Incorporation

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Trey Grayson
Secretary of State
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PAI

For the purposes of forming a business corporation in Kentucky pursuant to KRS Chapter 271B, the undersigned incorporator hereby submits the following Articles of Incorporation to the office of the Secretary of State for filing:

Article I: The name of the company is

Carrie's Treasure Chest Inc.

Article II: The street address of the company's initial registered office in Kentucky is

1340 S. Hwy 27, Suite G, Somerset, KY 42501

and the name of the initial registered agent at that address is **Carrie Lee Cundiff**

Article III: The mailing address of the company's initial principal office is

1340 S. Hwy 27, Suite G, Somerset, KY 42501

Article IV: The name and mailing address of each incorporator is

Carrie Lee Cundiff 1340 S. Hwy 27, Somerset, Kentucky 42501

Article V: The number of shares the corporation is authorized to issue is **1000**

Executed by the Incorporator on Friday, June 12, 2009

Signature of Incorporator: **Carrie Lee Cundiff**

I, **Carrie Lee Cundiff**, consent to serve as the registered agent on behalf of the corporation.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Carrie Lee Cundiff