

**Commonwealth of Kentucky  
Elaine N. Walker, Secretary of State**

PAOI  
0790009.09  
Elaine N. Walker  
Secretary of State  
Received and Filed  
4/22/2011 8:07:46 AM  
Fee receipt: \$50.00

Elaine N. Walker  
Secretary of State  
P. O. Box 718  
Frankfort, KY 40602-0718  
(502) 564-3490  
<http://www.sos.ky.gov>

**Articles of Incorporation**

**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

**Belfry Bargain Barn Corporation**

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

**2037 Dix Fork Rd., Sidney, KY 41564**

and the name of the initial registered agent at that address is **Linda H Brown**

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

**2037 Dix Fork Rd., Sidney, KY 41564**

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

Linda H Brown                      2037 Dix Fork Rd, Sidney, Kentucky 41564

**Article V:** The number of shares the corporation is authorized to issue is **100**

Executed by the Incorporator on Friday, April 22, 2011

Name of Incorporator: **Linda H Brown**

Signature of individual signing on behalf of Incorporator: **Linda H Brown**

I, **Linda H Brown**, 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:

**Linda H Brown**