



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

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818032/7875U
 October 18, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Pebbles Inc.

20000098330

- Filing Type
- Plain/Confirmation Copy
 - Certified Copy

- Type of Document
- Certificate of Status
 - Certificate of Good Standing
 - Articles Only
 - All Charter Documents to Include Articles & Amendments
 - Fictitious Name Certificate

- Retrieval Request**
- Photocopy
 - Certified Copy

Other **400003428564--9**
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 *****78.75 *****78.75

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

T. SMITH OCT 18 2000
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**ARTICLES OF INCORPORATION
FOR**

PEBBLES, INC.

The undersigned, acting as Incorporator of a corporation, pursuant to Chapters 607 and 621, Florida Statutes, adopt the following Articles of Incorporation:

Article 1 – Name

The name of the corporation shall be: PEBBLES, INC.

Article 2 – Principal Place of Business and Mailing Address

The principal place of business and the mailing address of the corporation shall be:

1200 North Federal Highway
Suite 200
Boca Raton, Florida 33432

Article 3 – Term of Existence

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation by the Department of State.

Article 4 – Purpose

This corporation is organized for the purpose of any lawful activity in Florida.

Article 5 – Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is – 100 shares of Common Stock.

Article 6 – Initial Registered Agent and Street Address

The name and street address of the initial registered agent is:

Scott A. Sanok, Esq.
1200 North Federal Highway
Suite 200
Boca Raton, Florida 33432

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Article 7 – Incorporators

The names and address of the Incorporator for these Articles of Incorporation is:

Scott A. Sanok, Esq.
1200 North Federal Highway
Suite 200
Boca Raton, Florida 33432

The undersigned Incorporator has executed these Articles of Incorporation this 17th day of October, 2000.

Signature of Incorporator:



Scott A. Sanok, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0502, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

The name of the corporation is: PEBBLES, INC.

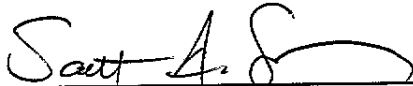
The name and address of the registered agent and office is:

Scott A. Sanok, Esq.
1200 North Federal Highway
Suite 200
Boca Raton, Florida 33432

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HAVING BEEN NAMED AS REGISTERED agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature:



Scott A. Sanok, Registered Agent

Date: October 17th, 2000