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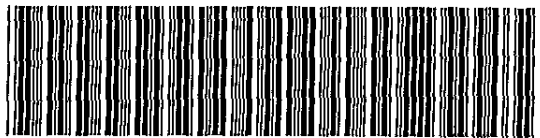
(Business Entity Name)

(Document Number)

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2003 APR - 7 PM 2: 24
SEE DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

4/10/03

TRANSMITTAL LETTER

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2003 APR -7 PM 2: 24

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Arlene's World of Home Accents, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
(S Corp)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

From: Arlene's World of Home Accents, Inc.
Arlene Abazaid
114 Saratoga Blvd.
West Palm Beach, FL 33411

**ARTICLES OF INCORPORATION
OF
ARLENE'S WORLD OF HOME ACCENTS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to chapter 607, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is Arlene's World of Home Accents, Inc.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address of this corporation are 114 Saratoga Blvd W., West Palm Beach, Fl 33411.

**ARTICLE III
GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

- A) A Specialty Accessory Store to be operated in the County of Palm Beach, State of Florida.

**ARTICLE IV
SHARES**

The number of shares of stock is 1500.

**ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Arlene Abazaid, 114 Saratoga Blvd. West Palm Beach, Fl 33411.

**ARTICLE VI
INCORPORATOR**

The name and street address of the incorporator to these articles of incorporation are Arlene Abazaid, 114 Saratoga Blvd. W., West Palm Beach, Florida 33411.

The undersigned, for the purpose of forming this profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 18th day of March, 2003.

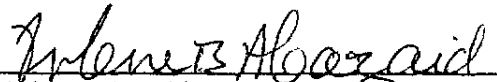

Arlene Abazaid

REGISTERED AGENT AND OFFICE

Pursuant to the provisions of F.S. 607.0501, 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.

1. The name of the corporation is Arlene's World of Home Accents, Inc.
2. The name of the registered agent is Arlene Abazaid.
3. The address of the registered agent/registered office is Arlene Abazaid, 114 Saratoga Blvd. W., West Palm Beach, Fl 33411.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Arlene Abazaid

Date: March 18, 2003.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA