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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CR 7953

Law Offices of
Lloyd A. Baron, P.A.

ATTORNEY AND COUNSELOR AT LAW

DEAN WITTER PLAZA, SUITE 350
2825 UNIVERSITY DRIVE
CORAL SPRINGS, FLORIDA 33065

TELEPHONE (954) 796-2100
TELEFAX (954) 345-1556

LLOYD A. BARON
MEMBER FLORIDA, CONNECTICUT,
U.S. DIST. CT., SO. DIST. &
NEW YORK BARS

OF COUNSEL
S. HOWARD ORNER
FAUSTO H. VINUEZA
ADMITTED FLORIDA AND MARYLAND BARS

SATELLITE OFFICE
1290 WESTON ROAD
WESTON, FLORIDA 33326

PLEASE REPLY TO:
CORAL SPRINGS OFFICE

July 1, 2003

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: **Southern Cross Gifts, Inc.**

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation, along with a check in the amount of \$78.75 representing the filing fee, in connection with the above-referenced matter. Kindly process accordingly and return a date-stamped copy to the undersigned in the enclosed self-addressed stamped envelope.

Should you have any questions, please feel free to contact me.

Very truly yours,

LLOYD A. BARON, P.A.

By: 

Lloyd A. Baron, Esq.

LAB:ls
Enclosures

ARTICLES OF INCORPORATION
OF
SOUTHERN CROSS GIFTS, INC.

FILED
03 JUL -2 AM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SOUTHERN CROSS GIFTS, INC.

Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by its Board of Directors.

ARTICLE II

This corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time shall be 1000 shares of common stock at a per value of \$1.00 per share.

ARTICLE IV

The principal office of this corporation will be 181 S.W. 77th Avenue, Margate, FL 33068.

ARTICLE V

The names and post office addresses of the first Board of Directors, who shall hold office for the first year of the corporation's existence, or until successors are elected and have qualified, are as follows:

LAUREL ZANZOLA - President
181 S.W. 77th Avenue
Margate, FL 33068

GERARD A. ZANZOLA - Vice President, Secretary
181 S.W. 77th Avenue
Margate, FL 33068

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

GERARD A. ZANZOLA
181 S.W. 77th Avenue
Margate, FL 33068

ARTICLE VI

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First. That SOUTHERN CROSS GIFTS, INC., desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 181 S.W. 77th Avenue, Margate, FL 33068, has named GERARD A. ZANZOLA as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Gerard A. Zanzola
Resident Agent

ARTICLE VII

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' Meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE VIII

This corporation is to exist perpetually.

ARTICLE IX

To the extent permitted by law, the corporation shall indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

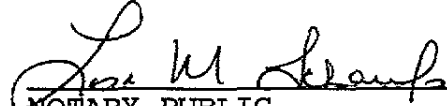
ARTICLE X

The undersigned has executed these Articles of Incorporation
this 4 day of June, 2003.


GERARD A. ZANZOLA
INCORPORATOR

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 4th
day of June, 2003, by GERARD A. ZANZOLA, as subscriber in and who
executed the foregoing Articles of Incorporation, who is personally
known to me and who did take an oath.


NOTARY PUBLIC
STATE OF FLORIDA, AT LARGE



Lisa M. Schaufus
MY COMMISSION # D0041298 EXPIRES
July 14, 2005
BONDED THRU TROY FAIN INSURANCE, INC.