

P98000054704

*Shirley Uberbaum
11692 Southwest 81st Road
Miami, Florida 33156*

June 15, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

600002562996--9
-06/17/98--01070--007
****122.50 ****122.50

RE : Endless Designs, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check in the amount of \$122.50 to cover the filing fees for same.

Please proceed to file the enclosed Articles of Incorporation. If you have any questions, please contact me at (305) 378-0542.

Sincerely,



Shirley Uberbaum
11692 Southwest 81st Road
Miami, FL 33156
(305) 378-0542

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 PM 2:24

RP
06-18-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN 17 PM 2:24

ARTICLES OF INCORPORATION
OF
ENDLESS DESIGNS, INC.

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is **ENDLESS DESIGNS, INC.**

ARTICLE II

The mailing address of the corporation is:

11767 South Dixie Hwy. Suite 377
Miami, Florida 33156

The business address of the corporation is:

11692 Southwest 81st Road
Miami, Florida 33156

ARTICLE III

The duration of this corporation is to be perpetual.

ARTICLE IV

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE V

The corporation shall have authority to issue 1000 shares, all of one class, at \$0.01 par value per share.

ARTICLE VI

The address of the initial registered office is 11692 Southwest 81st Road, Miami, Florida 33156. The name of the corporation's registered agent at such address is Shirley Uberbaum, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process. The certificate and written acceptance with respect to the registered office and registered agent appears at the conclusion of these Articles.

ARTICLE VII

The number of directors constituting the Board of Directors shall be fixed as provided by the by-laws, but shall not be fixed at less than one.

ARTICLE VIII

The number of directors constituting the initial board of directors is one, whose name and address is:

Shirley Uberbaum
11692 Southwest 81st Road
Miami, Florida 33156

ARTICLE IX

The name and address of the Incorporator is Shirley Uberbaum 11692 Southwest 81st Road, Miami, Florida 33156

ARTICLE X

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law.

ARTICLE XI

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I Shirley Uberbaum, being the Incorporator of this corporation, make and file these Articles of Incorporation this 15 day of June, 1998.



SHIRLEY UBERBAUM, INCORPORATOR

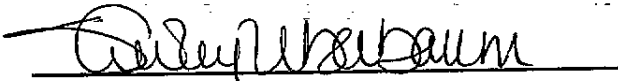
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

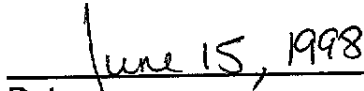
1. The name of the corporation is: **ENDLESS DESIGNS, INC.**
2. The name and address of the registered agent and office is:

Shirley Uberbaum
11692 Southwest 81st Road
Miami, Florida 33156

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.



Shirley Uberbaum



Date

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 JUN 17 PM 2:24