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REINSTATEMENT ONLY

Requestor's Name William Segal
Address 20801 Biscayne Bl # 304
N. Miami Beach
City State ZIP Phone
682-1110

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*****78.75 *****78.75

CORPORATION(S) NAME

DEVINE DESIGNS International,
INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Empire Toll Free: 1-800-432-3028

- Profit NonProfit Amendment Merger
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LAW OFFICES
WILLIAM J. SEGAL, P. A.
20801 BISCAYNE BOULEVARD
SUITE 304
AVENTURA, FLORIDA 33180

WILLIAM J. SEGAL
OF COUNSEL
FRANKLIN J. SIEGEL
GARY R. SASLAW

TELEPHONE
(305) 682-1110
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(305) 682-1800

December 15, 1999

Florida Department of State
Division of Corporation
Tallahassee, Florida

Re: Devine Designs International, Inc.

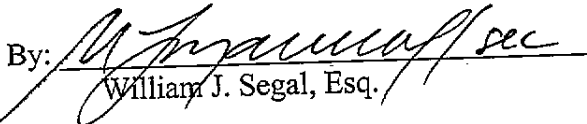
Dear Sir/Madam:

Enclosed herewith are duplicate original Articles of Incorporation for Devine Designs International, Inc. **Please note that corporate existence is not to commence until January 1, 2000.**

Please feel free to contact me should you have any questions or comments regarding this matter.

Very truly yours,

WILLIAM J. SEGAL, P.A.

By:  sec
William J. Segal, Esq.

WJS/ml

**ARTICLES OF INCORPORATION
OF
DEVINE DESIGNS INTERNATIONAL, INC.**

ARTICLE I - CORPORATE NAME

The name of this corporation is:

DEVINE DESIGNS INTERNATIONAL, INC.

ARTICLE II - PRINCIPAL OFFICE

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

20185-B N.E. 16th Place
North Miami Beach, Florida 33179

ARTICLE III - DURATION

The corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful
business for which corporations may be incorporated in accordance with applicable Florida Statutes.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of one class of common stock
having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT

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

William J. Segal, Esq., 20801 Biscayne Boulevard, Suite 304, Aventura, Florida 33180.

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors. The number of directors may be increased or decreased from time to time as provided for in the By-Laws, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

EDNA H. ROSEN
19530 N.E. 19th Place
North Miami Beach, Florida 33179

TERRI C. DEVINE
20835 N.E. 31st Place
Aventura, Florida 33180

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing the Articles of this corporation are:

EDNA H. ROSEN
19530 N.E. 19th Place
North Miami Beach, Florida 33179

TERRI C. DEVINE
20835 N.E. 31st Place
Aventura, Florida 33180

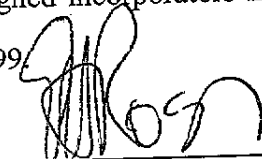
ARTICLES IX - BY-LAWS


The Board of Directors and the shareholders are both vested with the power to adopt, alter, amend or repeal the By-Laws.

ARTICLES X

Corporate existence of this corporation shall begin on January 1, 2000.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 15th day of December, 1999.



EDNA H. ROSEN, Incorporator

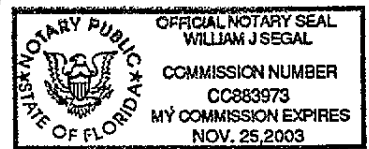

TERRI C. DEVINE, Incorporator

STATE OF FLORIDA }
COUNTY OF MIAMI-DADE } SS:

BEFORE ME, personally appeared EDNA H. ROSEN and TERRI C. DEVINE, who are personally known to me, to me well known and known to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 15th day of December, 1999.


NOTARY PUBLIC, State of Florida
My Commission Expires:



**ACKNOWLEDGMENT AND CONSENT
OF REGISTERED AGENT**

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.


WILLIAM J. SEGAL, Registered Agent

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