

LAW OFFICES
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February 15, 2000

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

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

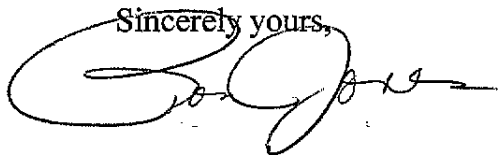
RE: Everlasting Memories, Inc.

Dear Sir:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Everlasting Memories, Inc. Also enclosed is my check in the sum of \$78.75 in payment of the filing fee, charter tax and certified copy of the corporate charter.

Would you please certify the enclosed copy of the charter and return it to me. If anything further is needed, please advise.

Sincerely yours,



RONALD E. JONES, P.A.

REJ/lb
Enc/
cc: Mr. Garrett Jacobs

FILED
00 FEB 21 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CL
528-00

ARTICLES OF INCORPORATION
OF
EVERLASTING MEMORIES, INC.

FILED
00 FEB 21 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of this corporation is EVERLASTING MEMORIES, INC.

ARTICLE II

The address of its principal office and the mailing address of the corporation is
6 Glamis Way, Boynton Beach, FL 33426.

ARTICLE III

This corporation may engage or transact in any or 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 IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$.10 par value per share.

ARTICLE V

The street address of the corporation's initial registered office is 6 Glamis Way, Boynton Beach, FL 33426, and the name of the initial registered agent at that office is Garrett Jacobs, 6 Glamis Way, Boynton Beach, FL 33426.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of a Board of Directors.

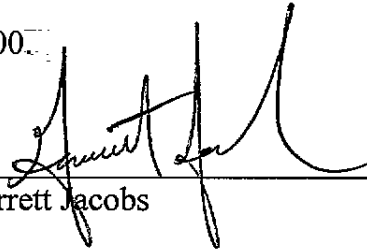
ARTICLE VIII

The name and street address of the incorporator to these Articles of Incorporation is Garrett Jacobs, 6 Glamis Way, Boynton Beach, FL 33426.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

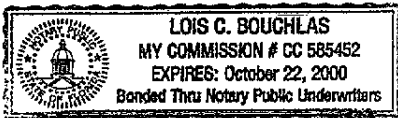
IN WITNESS WHEREOF, I have hereunto subscribed these Articles of
Incorporation this 17 day of February, 2000.



Garrett Jacobs

FILED
00 FEB 21 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 17 day of Feb,
2000, by Garrett Jacobs, who is personally known to me or who did produce ID
and who did take an oath.

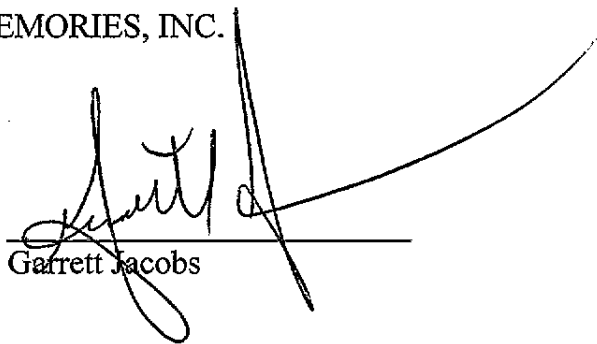



Notary Public

ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered
agent for the corporation, EVERLASTING MEMORIES, INC.

Dated this 17 day of February 2000.


Garrett Jacobs