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SALVATORE VERINI
ADMINISTRATIVE
DIRECTOR

March 16, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/20/00--01115--019
*****78.75 *****78.75

Re: **Mosaic Designs by Denise, Inc.**

Gentlemen:

We are enclosing the following:

- (1) Original and one copy of the Articles of Corporation of **Mosaic Designs by Denise, Inc.;** and
- (2) Check in the amount of \$78.75, made payable to Secretary of State, representing the fees for filing, Registered Agent designation and certified copy of Articles of Corporation.

Kindly provide my office with a certified copy of the Articles of Corporation of **Mosaic Designs by Denise, Inc.**

If you have any questions, please do not hesitate to call me or my secretary, Joy Reeves.

Sincerely,


CHARLES M. PRINCE

CMP:jar
Encls.

FILED
00 MAR 20 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2000

ARTICLES OF INCORPORATION
OF
MOSAIC DESIGNS BY DENISE, INC.

FILED
00 MAR 20 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLES I - NAME

The name of the Corporation is **Mosaic Designs by Denise, Inc.**

ARTICLES II - TERM OF EXISTENCE

The duration of the Corporation is perpetual.

ARTICLES III - NATURE OF BUSINESS

The general purpose of which the Corporation is organized to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLES IV - INITIAL CAPITAL

The amount of initial capital with which this Corporation shall begin business is Five Hundred (\$500.00) Dollars.

ARTICLES V - CAPITAL STOCK

The aggregated number of shares which the Corporation is authorized to issue is five hundred (500) shares of Common Stock, and shall have a par value of One Dollar (\$1.00) per share.

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meetings.

ARTICLES VI - ADDRESS - AGENT

The street address of the initial registered office of the corporation is 22425 Thousand Pines Lane, Boca Raton, Florida 33428.

ARTICLES VII - DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation is one. The name and address of the person who is to serve as the member of the initial Board of Directors is:

<u>NAME</u>	<u>ADDRESS</u>
Denise Savage	22425 Thousand Pines Lane Boca Raton, Florida 33428

ARTICLES VIII - OFFICERS

Denise Savage	22425 Thousand Pines Lane Boca Raton, Florida 33428
President, Vice-President Treasurer and Secretary	

ARTICLES IX - INCORPORATORS

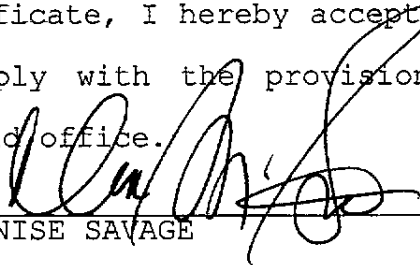
Denise Savage	22425 Thousand Pines Lane Boca Raton, Florida 33428
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ARTICLES X - BUSINESS ADDRESS

The principal office of the Corporation shall initially be located at 22425 Thousand Pines Lane, Boca Raton, Florida 33428, however, the Corporation may maintain offices and transact business in such places within or without the State of Florida as may, from time to time, be designed by the Board of Directors.

ACKNOWLEDGEMENT OF RESIDENT AGENT

Having been named to accept service of process for the above stated Corporation, at 22425 Thousand Pines Lane, Boca Raton, Florida 33428 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.


DENISE SAVAGE

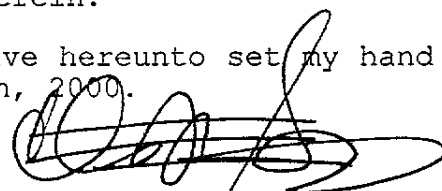
IN WITNESS WHEREOF, being the original subscriber and incorporator of this Corporation for the purpose of forming a Corporation, do make and file these Articles of Incorporation with the Secretary of State of Florida, and accordingly set my hand and seal this 13th day of March, 2000.


DENISE SAVAGE

**STATE OF FLORIDA
COUNTY OF BROWARD**

BEFORE ME, the undersigned authority in and for said County and State, personally appeared **DENISE SAVAGE** who is personally known to me/or has produced _____ as identification, as subscriber and person described herein, and who executed the foregoing Articles of Incorporation, who acknowledged before me, that he did subscribe thereto and did so for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 13th day of March, 2000.


NOTARY PUBLIC

Name: Christine Ohlin DeMarco

Commission Expires:



Christine Ohlin DeMarco
My Commission CC796219
Expires January 17, 2003

CERTIFICATE OF REGISTERED AGENT OR REGISTERED OFFICE FOR
SERVICE OR PROCESS WITH THE STATE OF FLORIDA

In compliance with Florida Statute, Section 607.0501, the
following is submitted:

Mosaic Designs by Denise, Inc., with its principal place of
business at 22425 Thousand Pines Ln, Boca Raton, Florida 33428,
has named DENISE SAVAGE, located at the above-named address as
registered agent.

Signature: _____


DENISE SAVAGE

Date: _____

March 13, 2000

THIS DOCUMENT WAS PREPARED BY:

Charles M. Prince, Esquire
Prince, Glick & McFarlane, P.A.
1112 Southeast 3rd Avenue
Fort Lauderdale, Florida 33316
Telephone: (954) 525-1112

FILED
00 MAR 20 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA