

Tom H. Billiris, P.A.

Attorney At Law

Tom H. Billiris, Esquire
Licensed Real Estate Broker
Licensed Title Agent
Business Intermediary

111 N. Belcher Road
Suite 200
Clearwater, FL 33765

(727) 947-9466

(727) 723-2607

FAX: (727) 723-2507

E-mail: tbilliris@aol.com

Nat'l. Toll Free 1-877-723-2607

March 20, 2000

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

900003182279--5
-03/23/00--01126--005
*****122.50 *****78.75

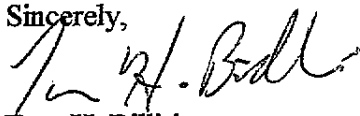
Re: Brannel's Design and Sewing Room, Inc.

To whom it may concern:

Enclosed please find one original and one copy of the Articles of Incorporation for the above-described corporation. I have enclosed a check for \$122.50. Please file the same and send a certified copy back to the address above.

Thank you.

Sincerely,


Tom H. Billiris

THB/cjs
Enclosures

FILED
00 MAR 23 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.C.
3-28-00

Articles of Incorporation of BRANNEL'S DESIGN AND SEWING ROOM, INC.

Article One: Name

The name of this corporation is BRANNEL'S DESIGN AND SEWING ROOM, INC.

Article Two: Purposes

The purpose for which this corporation is formed is to engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

Article Three: Registered Office; Registered Agent

The address of the initial registered office of the corporation is 7833 Primula Lane, Port Richey, Florida 34654, and the name of its initial registered agent at such address is PATRICIA E. SAITCH-BYLHOUT.

Article Four: Principal Office

The business address of the corporation's principal office is 7833 Primula Lane, Port Richey, Florida 34654.

Article Five: Duration

The period of this corporation's duration is perpetual.

Article Six: Directors

(a) The number of directors constituting the initial board of directors is one, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

| Name | Address |
|-----------------------------|--|
| Patricia E. Saitch-Bylhout. | 7833 Primula Lane, Port Richey, Fl. 34654. |

FILED
00 MAR 23 PM 2:39
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

(b) The number of directors of the corporation set forth in Clause (a) of this Article shall constitute the authorized number of directors until changed by an amendment of articles of incorporation or by a bylaw duly adopted by the vote or written consent of the holders of a majority of the then outstanding shares of stock in the corporation.

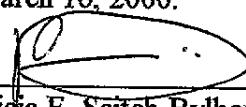
Article Seven: Incorporators

The names and addresses of the incorporators are:

| Name | Address |
|----------------------------|--|
| Patricia E. Saitch-Bylhout | 7833 Primula Lane, Port Richey, Florida 34654. |

Article Eight: Capitalization

The total number of shares of all classes of stock which the corporation shall have authority to issue is 1,000 shares of common stock at \$0.00 par value each. This Article can be amended only by the vote or written consent of the holders of 51% of the outstanding shares. For the purpose of forming a corporation under the laws of Florida, we, the undersigned, have personally executed these articles of incorporation on March 16, 2000.



Patricia E. Saitch-Bylhout
Incorporator

State of Florida)
County of Pinellas)

The foregoing instrument was acknowledged before me this 16th day of March, 2000, by PATRICIA E. SAITCH-BYLHOUT who is personally known to me or who has produced Passport as identification and who did take an oath.

Notary Public



My Commission Expires:



Acceptance of Duties By Registered Agent of BRANNEL'S DESIGN AND SEWING ROOM, INC.

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: March 16, 2000..



Patricia E. Saitch-Bylhout
Registered Agent
BRANNEL'S DESIGN AND
SEWING ROOM, INC.

FILED
00 MAR 23 PM 2:39
STATE OF FLORIDA
TALLAHASSEE, FLORIDA