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Date March 22, 2000

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

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-04/10/00--01154--006
***122.50 ***78.75

Re: Sandra Emery Designs, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

S. Emery
Sandra N. Emery
(individual's name)

Sandra Emery Designs, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION		
129 Milton Street		
Lantana, FL 33462		
PHONE		
(561)	585-8621	
Area Code	Number	Ext.

ARTICLES OF INCORPORATION

of

Sandra Emery Designs, Inc.

(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Sandra Emery Designs, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares (100) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME	Sandra Emery Designs, Inc.		
ADDRESS	129 Milton Street		
CITY	Lantana	FLORIDA	ZIP 33462

The name and street address of the Initial Registered Agent of this Corporation is:

NAME	Sandra N. Emery		
ADDRESS	129 Milton Street		
CITY	Lantana	FLORIDA	ZIP 33462

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

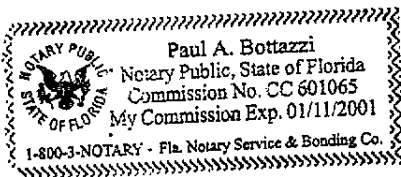
NAME	Sandra N. Emery		
ADDRESS	129 Milton Street		
CITY	Lantana	STATE Florida	ZIP 33462
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Sandra N. Emery		
ADDRESS	129 Milton Street		
CITY	Lantana	STATE	FL ZIP 33462
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 22nd day of March, 19 2000



_____(Seal)
 _____(Seal)
 _____(Seal)

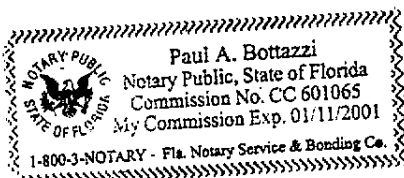
STATE OF FLORIDA)
) SS
 COUNTY OF Broward)

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

<u>S. Emery</u> Sandra N. Emery Signature	Personally Known Form of Identification
_____ Signature	_____ Form of Identification
_____ Signature	_____ Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that she executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite each name, and that an oath (was)(was not) taken.

NOTARY RUBBER STAMP SEAL



Witness my hand and official seal in the County and State last aforesaid this 22nd day of March, 19 2000

Paul A. Bottazzi
 Notary Signature
 Paul A. Bottazzi
 Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

Sandra Emery Designs, Inc.

(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 129 Milton Street

Lantana, FL 33462

has named Sandra N. Emery

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

S. Emery

Sandra N. Emery

(registered agent)