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

SUBJECT: R CREATIONS, INC.

Enclosed is an original and one (1) copy of the Articles of
Incorporation for the above corporation and a check in the amount
of \$122.50.

DATE: 4/25/00
SIGNED: *Dolores M. Gonzalez*
DOLORES M. GONZALEZ

FILED
2000 MAY - 1 PM 4: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

From: R CREATIONS, INC.
931 STATE ROAD 434 NORTH, SUITE #1225
ALTAMONTE SPRINGS, FLORIDA 32714
(407) 786-5610

no check

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FILED

2000 MAY -1 PM 4: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

R CREATIONS, INC.

ARTICLE I NAME

The name of the corporation shall be:

R CREATIONS, INC.

ARTICLE II PURPOSES AND POWERS

The purposes for which the corporation is organized, which shall include the transaction of all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation Act, are as follows:

To own, operate, manage, acquire, deal in real and personal property, and provide services, which will include boutique retail sales.

The foregoing purposes and activities will be interpreted as examples only and not limitations; nothing therein shall be deemed as prohibiting the corporation from extending its activities to any related or otherwise permissible lawful business purposes which may become necessary, profitable or desirable for the furtherance of the corporation's purposes expressed above.

ARTICLE III PRINCIPAL OFFICE

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

R CREATIONS, INC.

931 STATE ROAD 434 NORTH, SUITE #1225

ALTAMONTE SPRINGS, FLORIDA 32714

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES COMMON STOCK

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

DOLORES M. GONZALEZ

602 NOTRE DAME DRIVE

ALTAMONTE SPRINGS, FLORIDA 32714

ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

DOLORES M. GONZALEZ

602 NOTRE DAME DRIVE

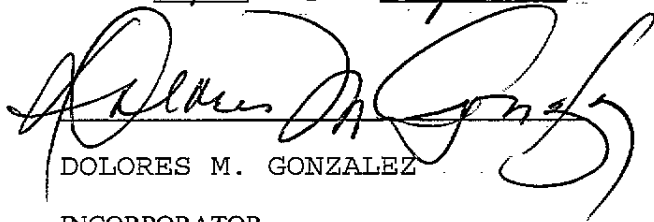
ALTAMONTE SPRINGS, FLORIDA 32714

ARTICLE VII EFFECTIVE DATE

Pursuant to Section 607.0123 of the Florida Statutes, the effective date of this document shall be:

MAY 1, 2000

The undersigned has executed these Articles of Incorporation this 25 day of April, 2000.



DOLORES M. GONZALEZ

INCORPORATOR

FILED
2000 MAY -1 PM 4: 25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

R CREATIONS, INC.

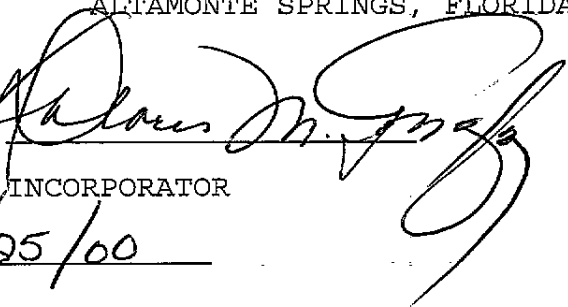
2. The name and address of the registered agent and office is:

DOLORES M. GONZALEZ

602 NOTRE DAME DRIVE

ALTAMONTE SPRINGS, FLORIDA 32714

Signature:



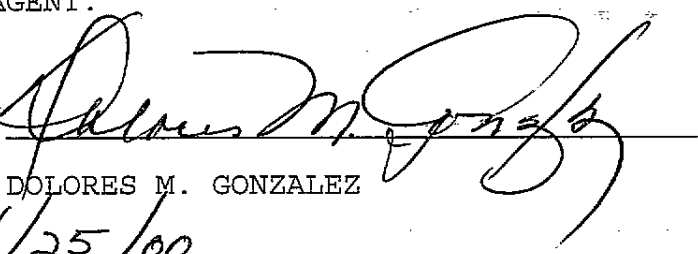
INCORPORATOR

Date:

4/25/00

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.

Signature:



DOLORES M. GONZALEZ

Date:

4/25/00