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TRANSMITTAL LETTER

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

7000003191697--9
-03/31/00--01058--009
*****70.00 *****70.00

SUBJECT: SCENTS OF HEAVEN INC
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

FROM: CHRISTINE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

(954) 964-7334
Telephone Number

FILED
00 MAY -1 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten:
S-2.00
6



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 5, 2000

CHRISTINA ALICEA
3121 W. HALLANDALE BCH., STE. 112
HALLANDALE, FL 33009

SUBJECT: COMMON SCENTS INC.
Ref. Number: W00000009051

We have received your document for COMMON SCENTS INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 900A00018580

**ARTICLES OF INCORPORATION
OF
SCENTS OF HEAVEN INC**

FILED
00 MAY -1 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be:

SCENTS OF HEAVEN INC

ARTICLE II PRINCIPAL OFFICE

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

3121 W HALLANDALE BCH STE 112
Hollywood, FL 33023

Mailing Address:

3121 W HALLANDALE BCH STE 112
Hollywood, FL 33083

ARTICLE III CAPITAL STOCK

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

3,000 (THREE THOUSAND) SHARES COMMON STOCK

**ARTICLE IV INITIAL REGISTERED AGENT AND
ADDRESS**

The name and address of the initial registered agent is:

CHRISTINE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

CHRISTNE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

DAVID ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

JULIE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

ARTICLE VI

The initial officers of the corporation shall be:

CHRISTINE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

President

DAVID ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

Vice President

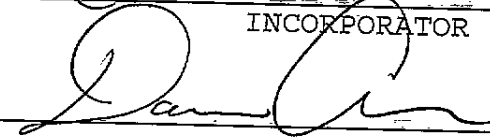
JULIE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

Treasurer/Secretary

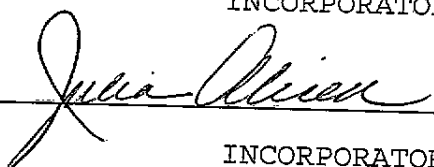
The undersigned has (have) executed these Articles of Incorporation
this 27 day of APRIL 2000.



INCORPORATOR



INCORPORATOR



INCORPORATOR

**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:

SCENTS OF HEAVEN INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

CHRISTINE ALICEA
3121 W HALLANDALE BCH BLVD STE 112
HALLANDALE, FL 33009

FILED
00 MAY -1 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIGNATURE

Christine Alicea

TITLE PRESIDENT

DATE April 27, 2000

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

Christine Alicea

DATE March 22, 2000