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MASON & ASSOCIATES  
Professional Association  
Attorneys at Law

FILED

00 MAY 17 AM 8:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 28, 2000

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

*Miracles Happow, Inc.*  
Re: Miracle Products of Florida, Inc.

500003237965-8  
-05/03/00-01115-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced Florida corporation. Please file the Articles upon receipt and return a Certificate of Status to our office.

We have enclosed our check in the amount of \$78.75 in payment of the filing fee and the cost of the Certificate of Status.

Should you have any questions or require additional information, we would appreciate a phone call to the undersigned, rather than returning the documents. Thank you for your assistance.

Sincerely,

*Lia H. Costello*

Lia H. Costello  
Legal Assistant

/lhc  
Enclosures

J:\Lhc\0004068.doc [2478.11]

*W-11793*  
*RH 5/5/00*  
*7H 5/18/00*



2478.11

DMB  
LHC

FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 5, 2000

MASON & ASSOCIATES  
17757 US HWY 19 N, SUITE 500  
CLEARWATER, FL 33764

SUBJECT: MIRACLE PRODUCTS OF FLORIDA, INC.  
Ref. Number: W00000011793

We have received your document for MIRACLE PRODUCTS OF FLORIDA, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(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.**

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 300A00024968



**MASON & ASSOCIATES**  
Professional Association  
Attorneys at Law

May 16, 2000

**VIA EXPRESS MAIL**  
**EL498518067US**

Florida Department of State  
Division of Corporations  
ATTN: PAMELA HALL  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Miracles Happen, Inc.  
(Formerly MIRACLE PRODUCTS OF FLORIDA, INC.)

Dear Ms. Hall:

Enclosed please find the original and one photocopy of the Articles of Incorporation for the above-referenced renamed Florida corporation. Please file the Articles upon receipt and return a Certificate of Status to our office.

We have enclosed a copy of your letter number 300A00024968 regarding the formerly filed articles for Miracle Products of Florida, Inc.

Should you have any questions or require additional information, we would appreciate a phone call to the undersigned, rather than returning the documents. Thank you for your assistance.

Sincerely,

Lia H. Costello  
Legal Assistant

/lhc  
Enclosures

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ARTICLES OF INCORPORATION

OF

MIRACLES HAPPEN, INC.

FILED

00 MAY 17 AM 8:16

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of the corporation is Miracles Happen, Inc., and the principal address is 1301 10th Street East, Suite B, Palmetto, FL 34221.

ARTICLE II - REGISTERED OFFICE AND AGENT

The address of its registered office in the State of Florida is 1301 10th Street East, Suite B, Palmetto, FL 34221. The name of its registered agent at such address is Joe T. Wear, Jr.

ARTICLE III - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

ARTICLE IV - AUTHORIZED SHARES OF STOCK

The total number of shares of stock which the corporation is authorized to issue is One Thousand (1,000.00) and the par value of each of such shares is One (\$1.00) amounting in the aggregate to One Thousand Dollars (\$1,000.00).

ARTICLE V - BOARD OF DIRECTORS

The business and affairs of the corporation shall be managed by the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation. The names and mailing addresses of each person who is to initially serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joe T. Wear, Jr.	1301 10th Street East, Suite B Palmetto, FL 34221
Vivien Wear	1301 10th Street East, Suite B Palmetto, FL 34221

In furtherance and not in limitation of the powers conferred by the laws of the State of Florida, the board of directors is expressly authorized to adopt, amend or repeal the bylaws of this corporation.

ARTICLE VI - AMENDMENTS

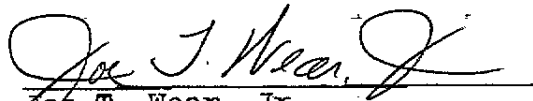
The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of Florida. All rights conferred are granted subject to this reservation.

ARTICLE VII - INCORPORATOR

The incorporator is Joe T. Wear, Jr., whose mailing address is 1301 10th Street East, Suite B, Palmetto, Florida.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, does make, file and record this Certificate of Incorporation, does certify that the facts herein stated are true, and, accordingly, have hereto set his hand and seal this 26th day of April, 2000.


By:

  
Joe T. Wear, Jr.  
Incorporator

Acknowledgment of Registered Agent

I hereby accept designation as  
Registered Agent.

By:

  
Joe T. Wear, Jr.  
Registered Agent

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