TRANSMITTAL LETTER

Department of State **Division of Corporations**

| | Box 6327 hassee, FL 3231 | 14 | - | | |
|--------------------------|--|--|--|--|--|
| SUB. | JECT: | M155 MANUY'S (Proposed Jorpora | e-Auchon ate name - must include suf | 5 & ANTIQU | es Inc |
| | | | 90 | 00032663 -05/25/00011 *****70.00 > | 297 133022 *****70.00 |
| Enclo | osed is an origina | al and one(1) copy of the articles | of incorporation and a | check for: | ! |
| (| copy to Jud | \$78.75 Filing Fee & Certificate of Status arn a stamped by Blancett at | \$78.75 Filing Fee & Certified Copy ADDITIONAL CO | \$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED | |
| (| FROM: | JUDY BLANCETT Name (Pr | inted or typed) | | 1818 - 18 |
| | | CSC ,1201 Hays Stree Tallahassee, FL | 3,2301 | MAY 25 | CRETARY JOH OF C |
| | Name (Printed or typed) CSC 1201 Hays Street Tallahassee, FL 32301 Address City State & Zip | | | | ED OF STATE |
| | | City, State & Zip | | | |
| | | 850-521-1000 | | | |
| Daytime Telephone number | | | | | |

DEPARATION OF CORPORATIONS DIVISION OF CORPORATIONS TALLAND TALLAND OF CORPORATIONS OF CORPORA

00 MAY 25 AM 10: 45

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

MISS MANDY'S e-Auctions & Antiques Inc.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MISS MANDY'S e-Auctions & Antiques Inc.

The address of the principal office of this corporation shall be 1435 Market Street, Tallahassee, Florida 32312 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1435 Market Street, Tallahassee, Florida 32312, and the name of the initial registered agent of the corporation at that address is Jeanette Reinfeld.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

Jeanette Reinfeld

1435 Market Street, Tallahassee, Florida 32312

The undersigned incorporator has executed these Articles of Incorporation on May 23,2000.

Its Agent, Jeanette M. Reinfeld

Incorporator

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 00 MAY 25 PM 12: 50

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 performace of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jeanette M. Reinfeld Registered Agent