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CRAIG B. WARD

PROFESSIONAL ASSOCIATION

ATTORNEY AT LAW

OF COUNSEL

CHARLES D. MINER

BOARD CERTIFIED IN TAXATION

SUITE 501

105 EAST ROBINSON STREET

ORLANDO, FLORIDA 32801

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EFFECTIVE DATE
6-9-00

May 24, 2000

FILED
2000 JUN 12 AM 7:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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-05/26/00--01050--004
*****70.00 *****70.00

Re: ANGEL'S DESIGN, INC. 6/12

Ladies/Gentlemen:

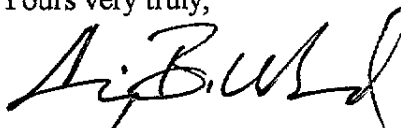
Enclosed for filing are Articles of Incorporation for the above corporation, together with an additional copy of the Articles which I would appreciate your date stamping and returning to me. Please note that the effective date of incorporation is May 24, 2000, the date of execution and acknowledgment of the Articles.

This firm's check in the amount of \$70.00 is enclosed to cover the following costs:

Filing fee	\$35.00
Registered Agent filing fee	<u>\$35.00</u>
Total:	\$70.00

Please contact me immediately if anything further is required to complete this filing.

Yours very truly,



Craig B. Ward

CBW/kwh
Enclosures
cc: Mr. Burr Randall Dawsey

OK 6/13

W-14373



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 7, 2000

CRAIG B. WARD, ESQ.
105 EAST ROBINSON STREET
SUITE 501
ORLANDO, FL 32801

SUBJECT: ANGEL'S DESIGN, INC.
Ref. Number: W00000014373

We have received your document for ANGEL'S DESIGN, 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 registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6925.

Angela Revell
Document Specialist

Letter Number: 500A00032074

ARTICLES OF INCORPORATION

OF

ANGEL'S DESIGN, INC.

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida:

ARTICLE I

NAME

The name of the corporation is **ANGEL'S DESIGN, INC.**

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be located initially at 280 Park Avenue South #16E, New York City, New York 10010, and the mailing address for the corporation shall be 280 Park Avenue South #16E, New York City, New York 10010.

ARTICLE III

COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

The corporation shall commence its corporate existence on the date of subscription and acknowledgment of these Articles of Incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE IV

GENERAL PURPOSE

The purposes for which the corporation has been formed are:

To engage in and transact any and all lawful business permitted under the laws of the State of Florida and of the United States.

ARTICLE V
CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to issue is 7500 shares of common stock having par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of the corporation shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be located at 105 E. Robinson Street, Suite 501, Orlando, Florida 32801, and the initial registered agent of the corporation at such address shall be Craig B. Ward.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of the director who shall hold office for the first year of existence of the corporation or until his successors are elected or appointed and have qualified are:

<u>Name</u>	<u>Address</u>
Burr Randall Dawsey	280 Park Avenue South #16E New York City, New York 10010

ARTICLE VIII
INCORPORATOR

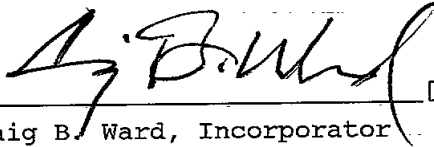
The name and address of the incorporator of the corporation are:

<u>Name</u>	<u>Address</u>
Craig B. Ward	105 E. Robinson Street, Suite 501 Orlando, Florida 32801

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be altered or amended by a resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the shares entitled to vote thereon, or they may be altered or amended in any other manner now or hereafter provided by law.

IN WITNESS WHEREOF, the undersigned, as incorporator, does hereby execute these Articles of Incorporation this 9th day of ~~May~~ June, 2000.


[SEAL]
Craig B. Ward, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

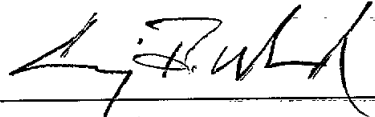
The foregoing Articles of Incorporation were acknowledged before me this 9th day of ~~May~~ June, 2000 by Craig B. Ward who is personally known to me or was identified by me as follows:

Florida Drivers License


Notary Public, State of Florida

CRISTINA M. DRUMMOND
Notary Public, State of Florida
My comm. exp. Sept. 23, 2003
Comm. No. CC873846

I, Craig B. Ward, do hereby agree to serve as the corporation's registered agent pursuant to Article VI of the foregoing Articles of Incorporation.


[SEAL]
Craig B. Ward