PHHHH4168

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

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SUBJECT:

000003309230--5 -06/29/00--01080--007 ******87.50 ******87.50

\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM:	Shirley Detter Name (Pr	inted or typed)		
	5140 Blounts Ridge Road Address			,00
	Mims, FL 32754		RETARY	DO JUN 29 AM
	City, State & Zip		EF. FLO	
	321-269-8284 Daytime To	elephone number	=======================================	- - 8

ALL-WAYS SHOPPING, INC.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

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



ARTICLES OF INCORPORATION OF ALL-WAYS SHOPPING, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE: NAME: The name of the corporation shall be ALL-WAYS SHOPPING, INC.

ARTICLE TWO: DURATION: The term of existence of the corporation is perpetual.

ARTICLE THREE: PURPOSE: The purpose of the corporation is to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act. ALL-WAYS SHOPPING, INC. also may own, buy, and sell parts or all of other businesses, real estate, and investments; conduct research; develop equipment; design, construct, own, sell and lease equipment; and hold patents. ALL-WAYS SHOPPING, INC. may do writing of all types, including printing, publishing, distributing, buying and selling; enter into textiles and their manufacture, distribution, sales, etc.; and take advantage of any and all opportunities, ventures, and spin-offs that are legally available.

ARTICLE FOUR: CAPITAL STOCK: The aggregate number of shares which the corporation has authority to issue is 500 shares, all of which shall be common shares with no par value.

ARTICLE FIVE: REGISTERED OFFICE: The street address of the initial Registered Office of the corporation is 5140 Blounts Ridge Road, Mims, Florida 32754, and the name of the Registered Agent is Shirley Detter.

ARTICLE SIX: DIRECTORS: The Board of Directors of the corporation shall consist of no less than one (1) and no more than four (4) members. The names and addresses of the initial Board of Directors are:

Shirley Detter 5140 Blounts Ridge Road Mims, FL 32754 Susan L. Larson 6681 Cecil Road Cocoa, FL 32927

Christina M. Kinney 4836 Bridge Road Cocoa, FL 32927

ARTICLE SEVEN: INCORPORATORS: The incorporators of the corporation and the subscriber to these Articles of Incorporation are:

Shirley Detter 5140 Blounts Ridge Road Mims, FL 32754 Susan L. Larson 6681 Cecil Road Cocoa, FL 32927

Christina M. Kinney 4836 Bridge Road Cocoa, FL 32927

ARTICLE EIGHT: BY-LAWS AND ARTICLES OF INCORPORATION: The shareholders shall have the exclusive authority to formulate, approve and/or amend By-Laws of the corporation and shall have the exclusive authority to formulate, approve, and/or adopt these amendments to these Articles of Incorporation.

ARTICLE NINE: COMMENCEMENT OF EXISTENCE: The corporation shall be deemed to commence its existence upon the filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE TEN: PRINCIPAL PLACE OF BUSINESS: The principal place of business for said corporation is 5140 Blounts Ridge Road, Mims, FL 32754 and the mailing address is 5140 Blounts Ridge Road, Mims, Florida 32754.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

ALL-WAYS SHOPPING, INC., a Florida corporation, pursuant to Florida Statute 48.091, and its Articles of Incorporation, hereby designates SHIRLEY DETTER whose address is 5140 Blounts Ridge Road, Mims, Florida 32754 as its Registered Agent and Registered Office for the service of process as required by law.

ACCEPTANCE

Having been named as Registered Agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Shiplus Detter	6-26-00	
Signature/Registered Agent	Date	
Shipley Wetter	6-26-00	
Signature/Incorporator	Date	
Susse J. Jaisn	6-26-00	
Signature/Incorporator	Date	
Christina M. Kinney	0-26-00	
Signature/Incorporator /	Date	

FILED

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SECRETARY OF STADE

SECRETARY OF STADE