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Berta Garcia
14360 S.W. 157th Street
Miami, FL 33177

July 7, 2000

Secretary of State
409 East Gaines Street
Tallahassee, FL 32314

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-07/10/00--01136--012
*****78.75 *****78.75

RE: CREATIVE BASKETS BY DESIGN, INC.

Dear Sir/Madame:

Enclosed please find the Articles of Incorporation for CREATIVE BASKETS BY DESIGN, INC. along with a check in the amount of \$78.75 representing payment for the filing of said Articles of Incorporation.

Please forward a certified copy of the filed Articles to the following:

Berta Garcia
14360 S.W. 157th Street
Miami, FL 33177

FILED
00 JUL 10 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
07-07-00

If you should have any questions regarding this matter, please do not hesitate to contact the undersigned at (305)378-8383.

Your cooperation in expediting this matter is greatly appreciated.

Sincerely,

Berta Garcia
Berta Garcia

gk 7/13

ARTICLES OF INCORPORATION
OF
CREATIVE BASKETS BY DESIGN, INC.

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

ARTICLE I - NAME

The name of the corporation shall be CREATIVE BASKETS BY DESIGN, INC.

ARTICLE II - COMMENCEMENT & DURATION

The corporation shall commence its existence on July 7, 2000 and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III - ADDRESS

The mailing address of the corporation is 14360 S.W. 157th Street, Miami, FL 33177.

ARTICLE IV - STATED CAPITAL

The corporation is authorized to issue the following capital stock:

<u>No. Shares</u>	<u>Classification</u>	<u>Par Value</u>
500	Common	\$1.00

Subject to applicable Florida Statutes, every Shareholder, upon the sale of any new stock of the corporation of the same kind, class or series as he or she already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered by others.

ARTICLE V - REGISTERED AGENT

The name and address of the Registered Agent of the corporation is Berta Garcia, 14360 S.W. 157th Street, Miami, Florida 33177.

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TALLAHASSEE, FLORIDA

EFFECTIVE DATE
07-07-00

ARTICLE VI - INCORPORATOR

The name and address of the incorporator of the corporation shall be Berta Garcia,
14360 S.W. 157th Street, Miami, Florida 33177.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and street address of the initial director of this corporation are:

Berta Garcia 14360 S.W. 157th Street, Miami, FL 33177

ARTICLE VIII - SHAREHOLDER PROPERTY

Private property of the shareholders shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders of the corporation.

ARTICLE IX - AMENDMENTS TO ARTICLES

The shareholders shall have the power to amend or repeal these Articles of Incorporation with not less than a two-thirds vote of the common stock.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 7th day of July, 2000.

Berta Garcia
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of CREATIVE BASKETS BY DESIGN, INC.

Dated this 7th day of July, 2000.

Berta Garcia
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA