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FLORIDA PROFIT CORPORATION OR P.A.

SHIELA G. BRANDS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
OF

SHEILA G BRANDS, INC.

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ARTICLE I. CORPORATE NAME.

The name of this corporation is: SHEILA G BRANDS, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock with one dollar (\$1.00) par value.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V. MAILING ADDRESS.

The address of the principal office of the corporation is 10619 West Atlantic Boulevard, #315, Coral Springs, FL 33071; and the mailing address of the corporation is 10619 West Atlantic Boulevard, #315, Coral Springs, FL 33071.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the Initial Registered Office of this Corporation in the State of Florida shall be:

Mary M. Earnest
3718 SW 64 Avenue, Davie, FL 33314

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

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ARTICLE VII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the incorporator is:

SHEILA GELLER
10819 W. Atlantic Boulevard, #315
Coral Springs, FL 33071

ARTICLE VIII. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE IX. INDEMNIFICATION.

The Corporation shall indemnify any officer or Director, or any former officer, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 102 day of January, 2001.

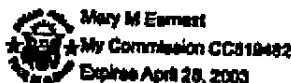
SHEILA GELLER
SHEILA GELLER

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared SHEILA GELLER, who has produced [type of identification] FLA DRIVERS LICENSE, [Number] G460-789-50-608-0 as identification and who did not take an oath.

Witness my hand and official seal in the County and State last aforesaid this 12th day of JANUARY, 2001.

Mary M. Earnest
(Signature of Notary Public)



MARY M. EARNEST
(Name of Notary Public typed, printed
stamped) Notary Public, State of Florida

My commission expires: 4/28/03

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DESIGNATION AND ACCEPTANCE**HO 1000007715**


IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

That SHEILA G BRANDS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 10619 West Atlantic Boulevard, #315, Coral Springs, FL 33071, County of Broward, State of Florida, has named Mary M. Earnest, located at 3718 SW 64 Avenue, Davie, FL 33314, Broward County, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: 1/12/01


 Mary M. Earnest, Registered Agent

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