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To:

Division of Corporations

Fax Number

: (850)922-4001

From:

Account Name

: CAPITAL CONNECTION, INC.

Account Number : I20000000257 Phone

: (850)224-8870

Fax Number

: (850)222-1222

FLORIDA PROFIT CORPORATION OR P.A.

BAGS4SHOW, INC.

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Corporate Filings

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ARTICLES OF INCORPORATION

OF

BAGS4SHOW, INC.



The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is BAGS4SHOW, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1977 Portgage Landing South, North Palm Beach, FL 33408.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

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ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Terrence F. Dytrych, Esquire, 2023 North Flagler Drive, West Palm Beach, FL 33407.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

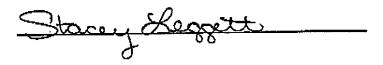
The name and address of each member of the initial Board of Directors of the corporation is President/ Secretary: Michelle Steinbroner, 703 Pier Avenue, Hermosa Beach, CA 90254, Vice-President/ Treasurer: Richard Schumacher, 1977 Portgage Landing Bouth, North Palm Beach, FL 33408.

ARTICLE VII: SPECIAL PROVISION

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 19th day of January 2001.

"Capital Connection, Inc. by Stacey Leggett, Client Representative"



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CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

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