

P01000009163

Kristine Bowdish
D/B/A Gypsy Girl Soap Factory, Inc.
85 Shady Lane
Freeport, Florida 32439
January 11, 2001

FILED

01 JAN 23 AM 8:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

800003567398--9
-01/23/01--01042--009
*****70.00 *****70.00

Subject: Gypsy Girl Soap Factory, Inc.

Enclosed please find an original and one copy of the articles of incorporation for the above corporation. I am also enclosing a check in the amount of \$70.00, \$35.00 for the filing fee and \$35.00 for the designation of registered agent. My daytime telephone number is (850) 835-4087.

Yours truly,

Kristine L. Bowdish
Kristine Bowdish

ARTICLES OF INCORPORATION
OF
GYPSY GIRL SOAP FACTORY, INC.

FILED
01 JAN 23 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

FIRST ARTICLE

The name of the corporation is GYPSY GIRL SOAP FACTORY, INC.

SECOND ARTICLE

The purpose of the corporation is to do any and all lawful business not inconsistent with the laws of the State of Florida.

THIRD ARTICLE

The corporation is authorized to issue One Thousand (1,000) shares of stock with a par value of one dollar (\$1.00) each. Such stock shall be of a single class.

FOURTH ARTICLE

The corporation's principal office is at 85 Shady Lane, Freeport, Florida 32439.

The corporation's mailing address is 85 Shady Lane, Freeport, Florida 32439.

The registered office of the corporation is 85 Shady Lane, Freeport, Florida 32439, the same address as the corporation's principal office. The registered agent is Kristine Bowdish.

FIFTH ARTICLE

The names and addresses of the initial board of directors of the corporation are as follows:

Kristine Bowdish	85 Shady Lane Freeport, Florida 32439	President, Secretary and Treasurer
Elizabeth J. Roberts	14571 West M 60 Three Rivers, MI 49093	Vice President

SIXTH ARTICLE

These Articles of Incorporation may be amended in the manner provided by law. The presence, in person or by proxy, of shareholders holding of record fifty-one percent (51%) of the total number of shares of the Corporation, then issued and outstanding and entitled to vote, shall be necessary and sufficient to constitute a quorum for the transaction of any business at any meetings of shareholders of the Corporation.

SEVENTH ARTICLE

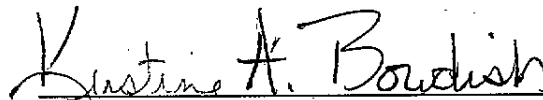
Any director may be removed with or without cause by a vote of the holders fifty-one percent (51%) of the shares then entitled to vote at a special meeting of the shareholders called for that purpose.

EIGHTH ARTICLE

The name and address of the incorporator is:

Kristine Bowdish
85 Shady Lane
Freeport, Florida 32439

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles on January 11, 2001.

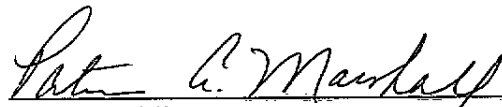

Kristine Bowdish, Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF OKALOOSA

Sworn to and subscribed before me, this 16 th day of January, 2001 by Kristine Bowdish, the undersigned officer, who personally appeared for the purpose of lawfully executing these Articles of Incorporation, and provided the following identification: Drivers Lic


Notary Public

PATRICIA A. MARSHALL
Notary Public, State of Florida
My comm. expires Sept. 27, 2001
Comm. No. CC657924

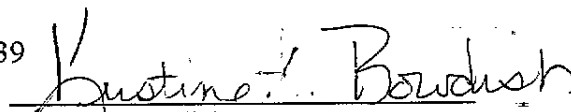
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
01 JAN 23 AM 8:57
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned 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.

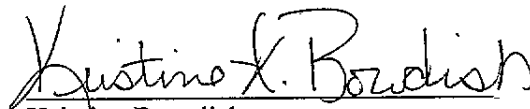
1. The name of the corporation is GYPSY GIRL SOAP FACTORY, INC.
2. The name and address of the registered agent and office is:

Kristine Bowdish
85 Shady Lane
Freeport, Florida 32439



Kristine Bowdish
January 11, 2001

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Kristine Bowdish
January 11, 2001