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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
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01 JAN 25 PM 3:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

GIFT MART STORES, INC.

Certificate of Status	0
Certified Copy	1
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7:51 AM JAN 25 2001

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ARTICLES OF INCORPORATION
OF

GIFT MART STORES, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: GIFT MART STORES, INC.

The principal place of business of this corporation shall be: 3951 NW 194th Street, Miami Fl 33055.

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

SECRETARY
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ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 100,000,000 shares @ \$0.001 par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Brian D. Florence
3951 NW 194th Street
Miami Fl 33055.

Adrienne L. Florence
3951 NW 194th Street
Miami Fl, 33055.

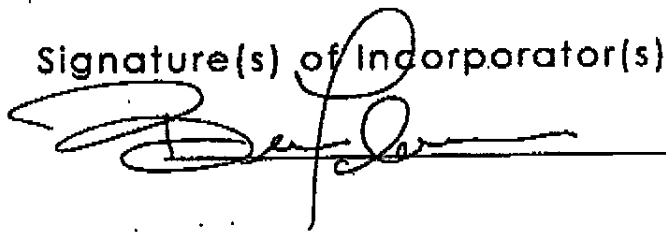
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator (s) to this articles of incorporation is(are):

Brian D. Florence
3951 NW 194th Street
Miami Fl, 33055.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this, 24th day of January 2001

Signature(s) of Incorporator(s)



A handwritten signature in cursive script, appearing to read 'Brian D. Florence', is written over a horizontal line. Below this line is another horizontal line, and further down, a third horizontal line, all of which are currently blank.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

GIFT MART STORES, INC.

2. The name and address of the registered agent and office is:

Brian D. Florence

3951 NW 194th Street


(P.O. BOX NOT ACCEPTABLE)

Miami Fl, 33055.

(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

SIGNATURE



TITLE

DATE 1-24-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE



DATE 1-24-01