

David J. Mourick
Attorney at Law

24831 Old 41 Road, Suite B
Bonita Springs, Florida 34134

Tel: (941) 947-0535
Fax: (941) 498-5390

TRANSMITTAL LETTER

February 15, 2001

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

Re: PRIVATE ACQUISITIONS, INC.
Articles of Incorporation

Dear Sir:

700003743267--4
-02/20/01-01065--011
*****78.75 *****78.75

Enclosed for submission are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation and the original and one copy of Designation and Acceptance of Registered Agent.

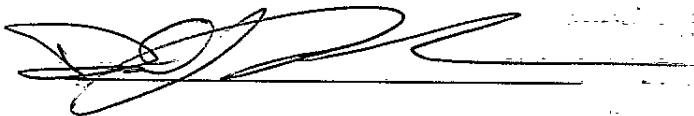
Filing fees also enclosed as follows:

Articles of Incorporation	\$35.00
Certified Copies	\$52.50
Certificate of Status	\$8.75
TOTAL	\$78.75

FILED
01 FEB 20 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your assistance in this matter.

Sincerely,



FROM: David J. Mourick, Atty
24831 Old 41 Road, Suite B
Bonita Springs, Florida 34135
Tel: 941-947-0535

NOTE: Please provide a certified copy of the Articles.



ARTICLES OF INCORPORATION
OF
PRIVATE ACQUISITIONS, INC.

FILED
01 FEB 20 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person of the age of eighteen years or more for the purpose of forming a corporation under Chapter 607 of the Official Florida Statutes, as revised from time to time adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is: PRIVATE ACQUISITIONS, INC.

The principal office of the Corporation is located at 26261 S. Tamiami Tr., Unit 18, Bonita Springs, Florida 34134.

ARTICLE TWO

The address including street and number, if any, of the corporation's initial registered agent in this state is 24831 Old 41 Road, Suite B, Bonita Springs, Florida 34135, and the name of its initial agent at such address is David J. Mourick, Esq..

ARTICLE THREE

This corporation is to have perpetual existence.

ARTICLE FOUR

This Corporation is formed for the following purposes:

To establish and operate a retail outlet store and for all other lawful and permitted uses and purposes, and to entitle the corporation to transact all other lawful activities as permitted under the laws of the State of Florida, and as permitted to be conducted by corporations incorporated under the provisions of Chapter 607 of the Official Florida Statutes, as revised from time to time.

ARTICLE FIVE

The name and place of residence of the sole incorporator is as follows:

Lori Streuli, 3450 Ballybridge Circle, #201, Bonita Springs, Florida 34134-2978

ARTICLE: SIX

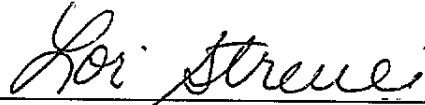
The aggregate number, class and par value, if any, of shares which the corporation shall have authority to issue shall be:

1000 shares of common voting shares of capital stock and no other class of stock.

ARTICLE SEVEN

The preemptive right of a shareholder to acquire additional shares is not limited or denied.


IN WITNESS WHEREOF, these Articles of Incorporation have been signed on this 15 day of February, 2001.


Lori Streuli

STATE OF FLORIDA
COUNTY OF LEE

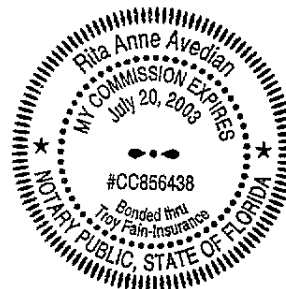
I HEREBY CERTIFY that on this day before me, an officer authorized to administer oaths and take acknowledgments, personally appeared Lori Streuli who, after being sworn and cautioned, upon oath given by me, executed the foregoing instrument and acknowledged that he executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 15 day of February, 2001.


RITA ANNE AVEDIAN - NOTARY PUBLIC
Commission No. CC856438
Expires July 20, 2003

[] Personally known; or [] Produced identification

S364-521-71-513-0



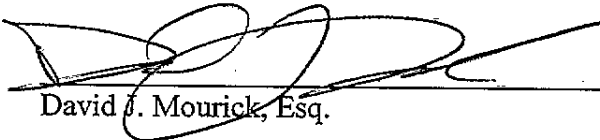
DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of F.S. §607.0501, 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: PRIVATE ACQUISITIONS, INC.
2. The name of the registered agent is: David J. Mourick, Esq.
3. The address of the registered agent/registered office is:

24831 Old 41 Road, Suite B, Bonita Springs, Florida 34135

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


David J. Mourick, Esq.

DATE: February 15, 2001.

FILED
01 FEB 20 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA