

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Le Orr Enterprises, Inc.

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*****78.75 *****78.75

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

X

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR -5 PM 2:35

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 MAR -5 AM 10:55

RECEIVED

T. SMITH MAR 05 2001

Signature

Requested by: KC

Name

Date 3/5

Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 1, 2001

CAPITAL CONNECTION, INC:

Le Orr Enterprises, Inc
SUBJECT: ~~TOM & CAROL SPECIALTIES, INC.~~
Ref. Number: W01000004778

We have received your document for TOM & CAROL SPECIALTIES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE REGISTERED AGENT'S SIGNATURE MUST AN ORIGINAL.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 901A00012856

We will use this on a new Corp filing.

** Please use this monies
for this filing.*

ARTICLES OF INCORPORATION

OF

LE ORR ENTERPRISES, INC.

ARTICLE I

NAME

The name of this corporation is
LE ORR ENTERPRISES, INC.

ARTICLE II

PURPOSE

This corporation is organized for the following purposes:

1. To engage in wholesale and retail sales of gifts and jewelry.
2. To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of common stock.

The common stock of the corporation shall have the following characteristics:

- (a) Par value shall be \$1.00 per share.
- (b) At all meetings of the stockholders, the common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a common stockholder is interested in a matter to be voted upon shall not disqualify him/her from voting thereon.
- (c) Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common stock.

FILED
01 MAR -5 PM 2:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of receipt of these Articles of Incorporation by the Secretary of State of Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 9858 W. Glades Road, Suite 180, Boca Raton, Florida 33434. The initial registered agent of this corporation is Perry Diamond, 9858 W. Glades Road, Suite 180, Boca Raton, Florida 33434. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director, initially. The name and address of the initial Director of this corporation is:

Perry Diamond	9858 W. Glades Road, Suite 180 Boca Raton, FL 33434
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ARTICLE VII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner provided by law.

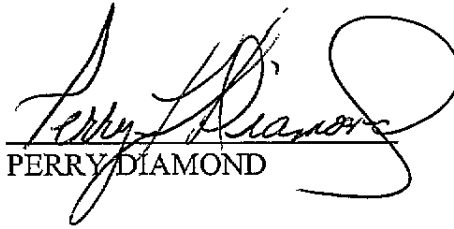
ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles is:

Perry Diamond
9858 W. Glades Road, Suite 180
Boca Raton, FL 33434

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of March, 2001.


PERRY DIAMOND

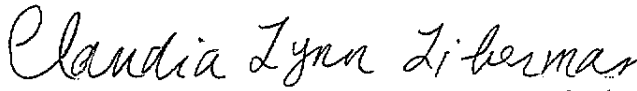
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

Sworn to and subscribed before me this 2nd day of March, 2001, by

Perry Diamond, who is personally known to me (or who has produced
Drivers License as identification).

(SEAL)


Print Name: Claudia Lynn Liberman
Notary Public, State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
CLAUDIA LYNN LIBERMAN
COMMISSION # CC826936
EXPIRES 7/30/2003
BONDED THRU ASA 1-888-NOTARY1

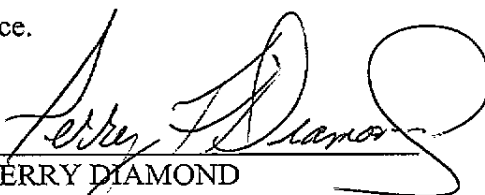
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That LE ORR ENTERPRISES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 9858 W. Glades Road, Suite 180, Boca Raton, Florida 33434, in the City of Boca Raton, County of Palm Beach, State of Florida has named Perry Diamond, its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.


PERRY DIAMOND
(Registered Agent)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA