



THE UNITED STATES
CORPORATION
COMPANY

P01000026989

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 15 PM 1:12

FILED

ACCOUNT NO. : 072100000032

REFERENCE : 078917 7165353

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 15, 2001

ORDER TIME : 10:35 AM

ORDER NO. : 078917-005

CUSTOMER NO: 7165353

CUSTOMER: Mr. Gary F. Livigne
The Business Superstore, Inc.
Suite 111
1515 University Drive
Coral Springs, FL 33071

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-03/15/01--01056--011
*****78.75 *****78.75

DOMESTIC FILING

NAME: JILLY BEAN, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Harris - EXT. 1137

EXAMINER'S INITIALS:

RECEIVED
01 MAR 15 AM 11:35
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PA 3/15/01

FILED

01 MAR 15 PM 1:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES of INCORPORATION
OF
JILLY BEAN, INC.

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

JILLY BEAN, INC.

The principal place of business of this corporation shall be 9661 NW 10th Court Plantation, Florida 33322; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$.10 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be: 9661 NW 10th Court Plantation, Florida 33322 and the initial registered agent of the corporation is Jill Sanchez.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Jill Sanchez, Director
9661 NW 10th Court
Plantation, Florida 33322

ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

Jill Sanchez, President
9661 NW 10th Court
Plantation, Florida 33322

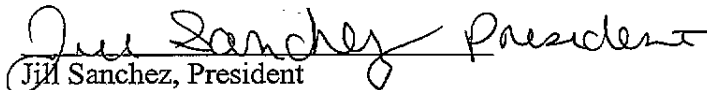
ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I , the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 14th day of March, 2001.


Jill Sanchez, President

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE of REGISTERED AGENT DESIGNATED

IN ARTICLES of INCORPORATION

I HEREBY ACCEPT the appointment as the initial registered agent of Jilly Bean, Inc.

Made in the foregoing Articles of Incorporation.

Jill Sanchez 3/14/01
Jill Sanchez, President DATE