

TRANSMITTAL LETTER

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FILED

01 MAY -7 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

500004140415--8
-05/08/01--01023--002
*****70.00 *****70.00

SUBJECT: Sweet Dreams by Susan, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Convenient Financial Sevices
Name (Printed or typed)

13868 Shelby Trail
Address

Delray Beach, FL 33484
City, State & Zip

(561) 638-7055
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN MAY 1, 2001

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Sweet Dreams by Susan, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

22340 Calibre Court - Suite 401

Boca Raton, FL 33433

ARTICLE III PERPETUITY

This corporation shall commence its existence upon filing and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE IV PURPOSE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE V AUTHORIZATION OF SHARES

This corporation is authorized to issue 200 shares of No Par Value Common Stock, which shall be designated as "Common Shares".

All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE VI VOTING POWER

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 Shares.

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ARTICLE VII SALE OF SHARES

Every Shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VIII INITIAL REGISTERED AGENT AND ADDRESS

Name: Susan Steele Acedo

Address: 22340 Calibre Court - Suite 401

City: Boca Raton

State:

F	L
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Zip

3	3	4	3	3
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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

Susan Steele Acedo
Signature / Registered Agent

5/3/01
Date
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TALLAHASSEE, FLORIDA

ARTICLE IX INCORPORATOR

Name and address of the incorporator to these Articles of Incorporation:

Name: Convenient Financial Services

Address: 13868 Shelby Trail

City: Delray Beach

State:

F	L
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Zip

3	3	4	8	4
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[Signature]
Signature / Incorporator

5/3/01
Date

ARTICLE X DIRECTORS

This corporation shall have at least one director initially with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall by a majority vote, determine that the corporation be managed by the shareholders. The name and address of the initial director(s) of this corporation are:

Name: <u>Susan Steele Acedo</u>	Address: <u>22340 Calibre Court - Suite 401</u>
<u>President and Secretary</u>	City: <u>Boca Raton</u>
	State: <u>Florida</u> Zip: <u>33433</u>
Name: _____	Address: _____
_____	City: _____
	State: _____ Zip: _____
Name: _____	Address: _____
_____	City: _____
	State: _____ Zip: _____

ARTICLE XI CONFLICTS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors, or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, party to, pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such corporation, or who it is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effects as if he or she were not such director or officer of other corporation, or not so interested.

ARTICLE XII PRIVATE PROPERTY

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

The corporation shall have a first lien not the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders to the corporation.

IN WITNESS WHEREOF, The Undersigned subscriber has executed these Articles of Incorporation this 3 Day of May, 2001.

Witness

[Signature]
Susan Steele Aceto

STATE OF FLORIDA, COUNTY OF PALM BEACH } SS:

On the 3 day of May, 2001, before me personally came

Susan Steele Aceto to me known to be the same person described herein and who executed the forgoing document and acknowledged to me that (s)he executed same.

FL License No. _____

[Signature]
NOTARY PUBLIC



MARCIA BANKS
COMMISSION # CC 710482
EXPIRES JAN 25, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

MY COMMISSION EXPIRES