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REFERENCE : 182859 8997A

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 78.75

ORDER DATE : June 12, 2001

ORDER TIME : 1:45 PM

ORDER NO. : 182859-005

CUSTOMER NO: 8997A

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CUSTOMER: J. Jeffrey Thistle, Esq
Devitt Thistle & Devitt

30 S. E. 4th Avenue

Delray Beach, FL 33483

DOMESTIC FILING

NAME: CATHY CROSS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

ALLAHASSEE FLORIDA

2001 JUN 12 PM 3:52

FILED

15
6/13/01

ARTICLES OF INCORPORATION

OF

CATHY CROSS, INC.

200 JUN 12 PM 3:52

TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be as follows:

CATHY CROSS, INC.

The address of the principal office of this corporation shall be:

6 N.E. 5th Avenue, Delray Beach, Florida 33483
and the mailing address shall be the same.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual.

ARTICLE III

PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1000) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE V

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive

rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is as follows:

6 N.E. 5th Avenue, Delray Beach, Florida 33483

The name of the initial registered agent at such address is as follows:

CATHY CROSS

ARTICLE VII

MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation. There shall be no Directors of this corporation.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator is as follows:

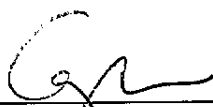
NAME

ADDRESS

CATHY CROSS

6 N.E. 5th Avenue, Delray Beach, Florida 33483

IN WITNESS WHEREOF I have subscribed my name this 31 day of MAY,
2001.



CATHY CROSS

STATE OF MASSACHUSETTS
COUNTY OF HAMPSHIRE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared CATHY CROSS, to me personally known and known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 31 day of MAY, 2001.

My Commission Expires:
OCTOBER 1, 2004

Joseph G. Cross
Notary Public

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

CATHY CROSS, having the address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Cathy Cross
CATHY CROSS

2001 MAY 12 PM 3:52
FALL RIVER, MASSACHUSETTS
FALL RIVER, MASSACHUSETTS