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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-06/14/01--01070--002

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

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. THEME BASKETS PLUS, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
01 JUN 14 AM 11:03
DIVISION OF CORPORATION

FILED
01 JUN 14 PM 1:55
TALLAHASSEE FLORIDA
SECRETARY OF STATE

Examiner's Initials

ARTICLES OF INCORPORATION

OF

THEME BASKETS PLUS, INC.

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

FILED
01 JUN 14 PM 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of this corporation is: THEME BASKETS PLUS, INC.

ARTICLE II DURATION

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business whatsoever.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issued FIVE HUNDRED (500) shares of ONE (\$1.00) DOLLAR par value common stock.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation and the principal office and mailing address, which are identical, is :5270 N.W. 109th AVENUE #102, MIAMI, FLORIDA 33178

The name of the initial registered agent of this corporation is :

MARIELA NASCO

ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation should have TWO (2) DIRECTORS initially. The number of directors may be either increased or diminished from time to time by the BY-LAWS but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
<u>TERESITA J. MILLER</u>	<u>14449 S.W. 95th TERRACE</u>	<u>President/Trs.</u>
	<u>MIAMI, FLORIDA 33186</u>	
<u>MARIELA NASCO</u>	<u>5270 N.W. 109 AVENUE # 102</u>	<u>VP / Secretary</u>
	<u>MIAMI, FLORIDA 33178</u>	

ARTICLE VII INCORPORATOR

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

MARIELA NASCO 5270 N.W. 109 AVENUE # 102
MIAMI, FLORIDA 33178

ARTICLE VIII BY-LAWS

The power to adopt, alter, amend or repeal BY-LAWS shall be vested in the Board Of Directors.

ARTICLE IX POWERS

This corporation shall have all the corporate powers enumerated in the Florida Business Corporation Act.

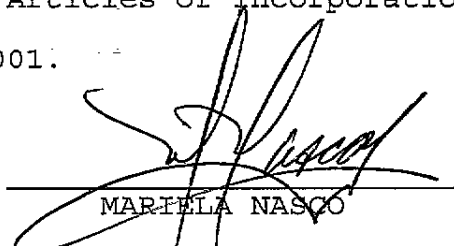
ARTICLE X INDEMNITY

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation this 12th day of JUNE, 2001.



MARIELA NASCO
TITLE: Vice President

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

Pursuant to the provisions of section 607.0501, Florida Statutes,
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: THEME BASKETS PLUS, INC.

2. The name and address of the registered agent and office is:

Name: MARIELA NASCO

Address: 5270 N.W. 109 AVENUE # 102, MIAMI, FLORIDA 33178

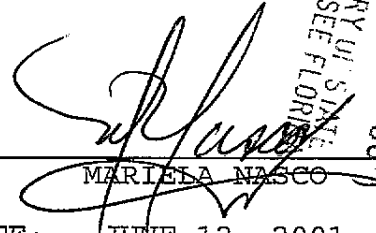


MARIELA NASCO
TITLE: Vice President

DATE: JUNE 12, 2001

ACKNOWLEDGMENT AND ACCEPTANCE

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



MARIELA NASCO
DATE: JUNE 12, 2001

FILED
JUN 14 PM 1:55
CLERK OF DISTRICT COURT
MIAMI FLORIDA