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SECRETARY OF STATE
TALLAHASSEE FLORIDA

JUNE 11, 2001

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****70.00 *****70.00

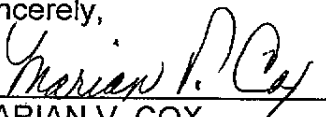
Re: THIS & THAT ANTIQUES AND COLLECTIBLES, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of THIS & THAT ANTIQUES AND COLLECTIBLES, INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



MARIAN V. COX
1424 STONEHAVEN LANE
DUNEDIN, FLORIDA 34698

D. WHITE JUN 18 2001 5v

ARTICLES OF INCORPORATION
of
THIS & THAT ANTIQUES AND COLLECTIBLES, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: This & That Antiques and Collectibles, Inc.

SECOND

The period of its duration is: indefinitely

THIRD

The purpose of the corporation is: Retail Sales of Antiques and Collectible Items.

FOURTH

The aggregate number of authorized shares is: 100 shares no par-value.

FIFTH

The corporation will not commence business until at least One Hundred (\$100.00) dollars have been received by it as consideration for the issuance of shares.

SIXTH

Cumulative voting of shares of stock are not authorized.

SEVENTH

Provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation are: approval by the Board of Directors of this corporation.

EIGHTH

Provisions for regulating the internal affairs of the corporation are:
The managing partner of the corporation will be responsible for all day to
day operations.

NINTH

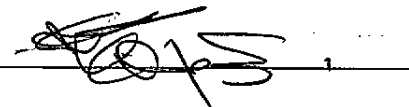

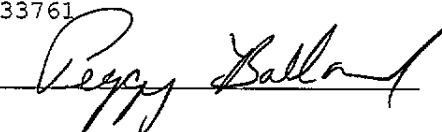
The address of the initial registered office of the corporation is:
1424 Stonehaven Lane, Dunedin, FL 34698
and the name of its initial registered agent at such address is: Marian V.
Cox

TENTH

Address of the principal place of business is: 1359 Main St. Dunedin,
FL 34698 .


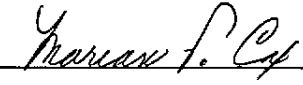
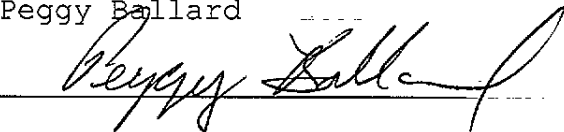
ELEVENTH

The number of directors constituting the initial board of directors of
the corporation is three , and the names and address of the persons who are
to serve as directors until the first annual meeting of shareholders or until
their successors are elected and shall qualify are:

Name	Address
Clarence Ford Cox 	1424 Stonehaven Lane, Dunedin, FL 34698
Marian V. Cox 	1424 Stonehaven Lane, Dunedin, FL 34698
Peggy Ballard 33761 	2597 Countryside Blvd., Clearwater, FL

TWELFTH

The name and address of each incorporator is:

Name	Address
Clarence Ford Cox 	1424 Stonehaven Lane Dunedin, FL 34698
Marian V. Cox 	1424 Stonehaven Lane Dunedin, FL 34698
Peggy Ballard 	2597 Countryside Blvd. # 102 Clearwater, FL 33761

Date: June 11, 2001

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: THIS & THAT ANTIQUES AND COLLECTIBLES, INC.

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

MARIAN V. COX
1424 STONEHAVEN LANE
DUNEDIN, FL 34698

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.

SIGNATURE _____

Marian V. Cox

DATE _____

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