O/OOOOSO397 TRANSMITTAL LETTER PARTICIPATION 2: 28 TRANSMITTAL LETTER

Department of State Division of Corporations

P. O.	Box 6327 hassee, FL 3			E.FLORIDA
SUB		-2-3 Crafts, Inc DPOSED CORPORATE NAM	E - MUST INCLUDE S	SUFFIX)
Enclo	osed is an ori	ginal and one (1) copy of th	e articles of incorpor	ration and a check for:
	□ \$70.00 Filing Fee		X \$78.75 Filing Fee & Certified Copy	□ \$87.50Filing Fee,Certified Copy& Certificate ofStatus
	FRC	M: _A1A Florida Corporate		
		Name (P	rinted or typed)	
5 PM 1: 09	ED DGE FILING	218 Southern Country	Lane20 Address	100045366026 -08/15/01-01018-021 *****236.25 *****78.75
2001 AUG 15 PM	NOT INTENDE TO ACKNOWLE UFFICIENCY OF	850-921-4840	ity, State & Zip Telephone number	

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

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be: 1-2-3 Crafts, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is: 234 South Semoran Boulevard

Orlando, FL 32807

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Any and all lawful purposes

ARTICLE IV SHARES

The number of shares of stock is:

100 Shares of Common Stock

Par Value \$1.00

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional)

The name(s) and address(es):

Director #1 & President & Treasurer

Vivian Thompson

3071 Golden View Lane

Orlando, FL 32812

Director #2, Vice President

Vivian Console

4603 S. Goldenrod Rd.

Orlando, FL 32822

Director #3 & Secretary

Alan Thompson

3071 Golden View Lane

Orlando, FL 32812

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Larry Sisson

218 Southern Country Lane

Quincy, FL 32351

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

A1A Florida Corporate Services

Larry Sisson

218 Southern Country Lane

Quincy, FL 32351

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Page 2 1-2-3 Crafts, Inc.

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director or officer; provided, however, that the foregoing clause shall not apply to any liability of a director or officer(I) for any breach of the director's or officer's duty of loyalty to the corporation or its stockholders, (II) for acts or omissions not in good faith or which involve international misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or prelude the exercise of any right relating to indemnification or advancement of attorney fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Date

Signature/Incorporator

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SECNE MASSEE, FLORID