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ROGERS TOWERS

BAILEY JONES & GAY, P.A.

NIKOLL H. DREHER,
PARALEGAL
EXTENSION: 208
ndreher@rtlaw.com

ATTORNEYS AT LAW

170 MALAGA STREET
SUITE A
POST OFFICE BOX 3504
ST. AUGUSTINE, FL 32085-3504
TELEPHONE (904) 824-0879
FAX (904) 825-4070
PALM COAST (386) 445-2677

October 17, 2001

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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-10/18/01--01038--010
****103.75 ****78.75

Re: Articles of Incorporation for Dianne's Interior Designs, Inc.
Dianne Hughes / Seymoine Edwards

To whom it may concern:

Enclosed for filing please find the Articles of Incorporation and a Certificate of Designation Naming Registered Agent/Registered Office for Dianne's Interior Designs, Inc. Also enclosed is a firm check in the amount of \$103.75 which represents the filing fee, a certified copy of same and the fee for the Certificate of Designation Naming Registered Agent/Registered Office.

Thank you in advance for your assistance in this matter. If you need any additional information in order to process our request, please do not hesitate to contact me at the telephone number listed above.

Sincerely,

Nikoll H. Dreher

Nikoll H. Dreher,
Paralegal

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enclosures

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**ARTICLES OF INCORPORATION
OF
DIANNE'S INTERIOR DESIGNS, INC.**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

**ARTICLE I
Name and Address**

The name of the Corporation is:

Dianne's Interior Designs, Inc.

The mailing address and street address of the Corporation is:

335 Marshside Drive N.
St. Augustine, Florida 32080

**ARTICLE II
Term of Existence**

This Corporation shall have perpetual existence, commencing upon the date of filing of these Articles with the Florida Department of State.

**ARTICLE III
Purpose**

This Corporation is organized for the purpose of transacting and all lawful business.

**ARTICLE IV
Powers**

The Corporation shall have the power to:

- (a) Have perpetual succession by its corporate name;
- (b) Sue and be sued, complain, and defend in its corporate name;
- (c) Have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing, or affixing it or in any other manner reproducing it;
- (d) Purchase, receive, lease or otherwise acquire, own, hold improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

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(e) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange and otherwise dispose of all or any part of its property;

(f) Lend money to, and use its credit to assist, its officers and employees to the full extent permitted by law;

(g) Make contracts and guarantees, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the corporation), and secure any of its obligations by mortgage or pledge of any of its property, franchises, and income and make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting corporation, a corporation which owns, directly or indirectly, a majority of the outstanding stock of the contracting corporation; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding stock of the contracting corporation, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting corporation, and make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion or attainment of the business of the contracting corporation;

(h) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend pledge, or otherwise dispose of; and deal in and with, shares or other interests in, or obligations of, any other entity;

(i) Lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

(j) Conduct its business, locate offices and exercise the powers granted by the Florida Business Corporation Act (Chapter 407, Florida Statutes) as amended, within or without this state;

ARTICLE V **Capital Stock**

This Corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value stock, which shall be designated Common Shares.

ARTICLE VI
Initial Registered Office and Agent

The name of the registered agent and the street address of the registered office of this Corporation are:

George M. McClure, Esq.
Rogers, Towers, Bailey, Jones & Gay
170 Malaga Street, Suite A
St. Augustine, Florida 32084

ARTICLE VII
Initial Board of Directors

This Corporation shall have two (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial directors of this Corporation who shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified are:

Dianne Hughes
335 Marshside Drive N.
St. Augustine, FL 32080

President / Director

Seymoine Edwards
152 Cranes Lake Drive
Ponte Vedra Beach, FL 32082

Secretary / Treasurer / Director

ARTICLE VIII
Incorporator

The name and address of the sole incorporator of these Articles of Incorporation is:


Dianne Hughes
335 Marshside Drive N.
St. Augustine, FL 32080

ARTICLE IX
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

I, THE UNDERSIGNED, being the sole original incorporator hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make,

subscribe, acknowledge, and file these Articles, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 17 day of October, 2001.

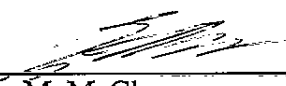

George M. McClure

**CERTIFICATE OF DESIGNATION
NAMING REGISTERED AGENT / REGISTERED OFFICE**

In compliance with Chapter 48.091, 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 **Dianne's Interior Designs, Inc.**, a corporation duly organized and existing under the laws of the State of Florida.
2. The name and the address of the corporation's registered agent and office is: George M. McClure, Rogers, Towers, Bailey, Jones & Gay, 170 Malaga Street, Suite A, St. Augustine, Florida, 32084, as its agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0501, Florida Statutes.



George M. McClure,
Registered Agent

10/16/01

Date

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