

PO1000107662

SUBJECT: ENCHANTRESS INC. also d/b/a ENCHANTRESS.COM.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and (1) copy of the articles of incorporation and a check for:

\$ 87.50
\$87.50 Filing Fee
Certified Copy
& Certificate of status

500004647395--0
-10/22/01--01032--013
*****87.50 *****87.50

FROM: DAWN DYKMAN
2620 HINDA ROAD
LAKE PARK FLORIDA 33403
(561)- 840 8800 - FAX

FILED
01 NOV -7 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WOT 24636
PS 11/8/01

ARTICLES OF INCORPORATION

OF

ENCHANTRESS INC.

FILED

01 NOV -7 AM 9:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, have executed the following document as incorporator of the above named corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **ENCHANTRESS INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have

the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL PRINCIPAL OFFICE AN AGENT

The street address of the initial principal office of this corporation is 2620 HINDA ROAD, LAKE PARK FLORIDA 33403, and the name of the initial registered agent of this corporation at that address is C. DAWN DYKMAN of 2620 HINDA, ROAD LAKE PARK FLORIDA 33403.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have (1) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses for the initial Board of Directors of this corporation are:

Title: CEO-PRESIDENT
Name: C. DAWN DYKMAN
Address: 2620 HINDA ROAD
LAKE PARK FLORIDA 33403

ARTICLE VIII - INCORPORATORS

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

Name: C. DAWN DYKMAN
Address: 2620 HINDA ROAD
LAKE PARK FLORIDA 33403

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director to the full extent permitted by law.

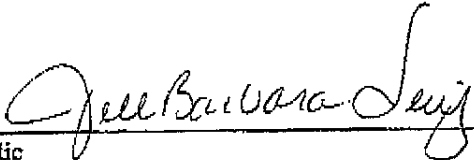
in the State of Florida and County of Palm Beach FL aforesaid, this ____, day of OCTOBER
2001.

My commission expires November 29, 2001.

(Seal)



Jill Barbara Levy
My Commission CC697057
Expires November 29, 2001



Notary Public
State of Florida at Large

ARTICLE X AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30, day of OCTOBER 2001.


C. DAWN DYKMAN, Subscriber

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared C. DAWN DYKMAN, who proved to me by identification that he is the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED**

FILED


01 NOV -7 AM 9:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507,
FLORIDA STATUTES, THE UNDERSIGNED CORPORATION COMPANY
SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A
REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF
FLORIDA.

FIRST THAT ENCHANTRESS INC. DESIRING TO ORGANIZE OR QUALIFY
UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
2620 HINDA ROAD LAKE PARK FLORIDA 33403, HAS NAMED C. DAWN DYKMAN
OF 2620 HINDA ROAD, LAKE PARK FLORIDA 33403, STATE OF FLORIDA, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


C. DAWN DYKMAN - REGISTERED AGENT

DATE: OCTOBER 30, 2001