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TRANSMITTAL LETTER

FILED
02 JAN 30 AM 10:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-01/30/02--01051--017
*****78.75 *****78.75

SUBJECT: BDJS, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a check for \$70.00 for filing fee and registered agent fee.

FROM: DEBORAH ZELAZO
310-A West Main St.
Leesburg, Fl. 34748

PHONE: (352) 728-5505

Enclosures
Original and One Copy of Articles

DB 2/5 ✓

**ARTICLES OF INCORPORATION
OF
BDJS, INC.**

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporators submit these articles of Incorporation for the purpose of forming a for-profit corporation.

ARTICLE I

The name of the Corporation is: BDJS, INC.

ARTICLE II

The principal place of business and mailing address of this corporation is:

310-A West Main St.
Leesburg, Fl. 34748

ARTICLE III

Duration: The period of its duration is perpetual.

ARTICLE IV

Purpose: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida; including retail and wholesale giftware sales.

ARTICLE V

Capital Stock: The corporation is authorized to issue one class of stock, that stock being Three Hundred (300) shares at One (\$1.00) Dollars per share, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE VI

Initial Registered Office and Agent: The name and address of the initial registered agent and office of this corporation is as follows:

DEBORAH ZELAZO
310-A West Main St.
Leesburg, Fl. 34748

ARTICLE VII

Initial Board of Directors. This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

NAME	ADDRESS
Steve Zelazo, President	3279 N.E. 29 th Ct. Ocala, Fl. 34479
Benjamin Derpinghaus, Vice-President	36033 Emeraldalva Ave. Leesburg, Fl. 34788
Jackie Derpinghaus, Secretary	36033 Emeraldalva Ave. Leesburg, Fl. 34788
Deborah Zelazo, Treasurer	3279 N.E. 29 th Ct. Ocala, Fl. 34479

ARTICLE VIII

Incorporators. The name and addresses of the Incorporators signing these Articles of Incorporation are:

NAME	ADDRESS
Steve Zelazo	3279 N.E. 29 th Ct. Ocala, Fl. 34479
Benjamin Derpinghaus	36033 Emeraldalva Ave. Leesburg, Fl. 34788
Jackie Derpinghaus	36033 Emeraldalva Ave. Leesburg, Fl. 34788
Deborah Zelazo	3279 N. E. 29 th Ct. Ocala, Fl. 34479

ARTICLE IX

Amendment of Articles. 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.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 19th day of JANUARY, 2002.

Witness to Incorporators Signatures

Julie M Browning

Steve Zelazo
STEVE ZELZAO

Benjamin Derpinghaus
BENJAMIN DERPINGHAUS

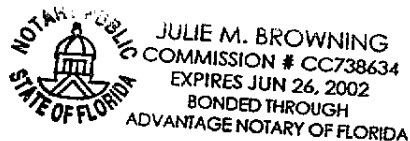
Jackie Derpinghaus
JACKIE DERPINGHAUS

Deborah Zelazo
DEBORAH ZELAZO

and to Registered Agent
Signature

Julie M Browning
JAN 19, 2002

Deborah Zelazo
REGISTERED AGENT



CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT

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TALLAHASSEE, FLORIDA


PURSUANT TO THE PROVISIONS OF SECTION 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: BDJS, INC.
2. The name and address of the registered agent and office is:

DEBORAH ZELAZO
310-A West Main St.
Leesburg, Fl. 34748

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 of registered agent


DEBORAH ZELAZO

Date of Signature: Jan 19, 2002