

Scott Hughes
22150 Altona Drive
Boca Raton, FL 33428

P02000018541

February 14, 2002

Secretary of State
Division of Corporations, New Filing Section
409 East Gaines Street
Tallahassee, FL 32399
ATTN: NEYSA

700004952407--0
-02/19/02--01001--007
*****78.75 *****78.75

Re: PACKAGING CONCEPTS & DESIGN, INC.

Dear Neysa:

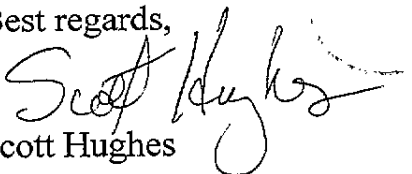
Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned corporations, together with a check in the amount of \$78.75 for Filing Fees, Certified Copy of the Articles of Incorporation, and Fee for Registered Agent Designation for each corporation.

Please return the Certified Copy of the Articles of Incorporation to the following address using the enclosed FEDEX Airbill:

Scott Hughes
22150 Altona Drive
Boca Raton, FL 33428

Thanks for all your help.

Best regards,


Scott Hughes

Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 18 AM 10:47

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ARTICLES OF INCORPORATION

OF

PACKAGING CONCEPTS & DESIGN, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 18 AM 10:47

The Undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, for the purposes of forming a corporation under the Florida Corporation Law, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is PACKAGING CONCEPTS & DESIGN, INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in the business of the manufacture design and sale of all forms of packaging, packaging materials, paper and cardboard products, and any related business or activities. In addition, the Corporation may engage in any lawful act or activity for which corporations may be organized under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be as follows:

- A. TEN MILLION (10,000,000) Class A common voting shares having a par value of ONE TENTH OF ONE CENT (\$0.001) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED AGENT
AND PRINCIPAL OFFICE

The principal office of the Corporation will be located
at:

22150 Altona Drive
Boca Raton, FL 33428

The Board of Directors may, from time to time, move the principal
office to any other address. The street address of the Initial
Registered Agent Office and the name of the Initial Registered
Agent at that office is:

Scott Hughes
22150 Altona Drive
Boca Raton, FL 33428

The Board of Directors may, from time to time, change the
Registered Agent to any other individual or address, within the
State of Florida.

ARTICLE VI: INCORPORATOR


The name and address of the Incorporator of these Articles
of Incorporation is:

Scott Hughes
22150 Altona Drive
Boca Raton, FL 33428

ARTICLE VII: AMENDMENTS

The Corporation reserves the right to amend or repeal any
provisions of the Articles of Incorporation, or any amendment(s)
hereto.

IN WITNESS WHEREOF, the Incorporator has executed these
Articles of Incorporation on this 14TH day of FEBRUARY, 2002.



Scott Hughes

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

PACKAGING CONCEPTS & DESIGN, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501,
the following is submitted:

The above Corporation, desiring to organize under the laws
of the State of Florida with its Initial Registered Agent Office
as indicated in the Articles of Incorporation at:

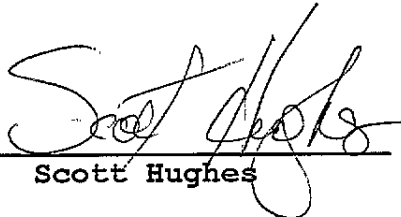
Scott Hughes
22150 Altona Drive
Boca Raton, FL 33428

has named Scott Hughes, located at the aforesaid address, as its
Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of
process for the above-named corporation at the place designated
in this certificate, and being familiar with the obligations of
that position, I hereby accept to act in this capacity, and agree
to comply with the provisions of Florida Law in keeping open said
office.

Dated: FEBRUARY 14, 2002


Scott Hughes

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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