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MORTON H. SILVER

Attorney at Law

P.O. Box 591410
International Airport Br
Miami Florida 33159
Ph: (305) 871-8030
Fax (305) 245-8580

February 19, 2002

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*****78.75 *****78.75

Hon. J. Kassees
Directors Office
Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

Privileged & Confidential

In re: Registration of YAHOLEE ARTS & CRAFTS , Inc.

Dear Mr. Kassees:

Enclosed please you will find duly executed articles for the above corporation, together with a check in the sum of \$78.75 to cover the costs of registering same.

Thank you very much.

Very truly yours,



MORTON H. SILVER

MHS:gn
encl.
Sent priority mail

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 FEB 22 AM 9:07

ARTICLES of INCORPORATION
of
YAHOLEE ARTS & CRAFTS , Inc.

The undersigned incorporators under these Articles of Incorporation, in order to form a corporation under the laws of Florida, hereby certify:

ARTICLE 1 - The name of the corporation is:

YAHOLEE ARTS & CRAFTS , Inc.

ARTICLE 2 - This corporation is to exist perpetually.

ARTICLE 3 - The general purposes for which this corporation is organized is:

(a) To engage in the creating, designing, making, producing, acquiring, selling, re-selling, auctioning and distributing of native American objects of art, painting, jewelry, works of art, crafts, products and undertakings; and also to carry on business as artists, sculptors, carpenters, photographers and painters and craftsmen of every kind or any other business or manufacturer in connection therewith that may seem expedient

(b) To carry on business commercially by computer and computerized Internet and online businesses and related systems and services activities, as principal or agent, or auctioneer, and any other business or activity in connection therewith or directly or indirectly related thereto; as well as exploiting the findings, development or any patents or copyrights derived therefrom.

(c) To maintain, uphold, support and carry on all of the original culture and traditions of the Miccosukee Seminole Nation in connection with such business activities.

(d) To do anything which a corporation may lawfully do under the laws of the State of Florida.

ARTICLE 4- The street and mailing address of the initial principal office of the corporation is: 24000 Tennessee Road, Homestead, Florida 33031.

ARTICLE 5- The aggregate number of shares of stock which the corporation shall have authority to issue is 100 shares of no par value, capital stock.

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ARTICLE 6- The street address of the initial registered office of the corporation is 24000 Tennessee Road, Homestead, Florida 33031; and the name of its initial registered agent at such address is: Scott Jesse Silver.

ARTICLE 7- This corporation shall have not less than one director on the Board of Directors initially. The By-Laws may increase or diminish the number of directors, but shall never be less than one. The names and addresses of the members of the first Board of Directors are:

Name: LeRoy Collins Osceola
Address: S.R.33-A, Ochopee, Florida 34141

ARTICLE 8- The name and address of each incorporator of the corporation is:

Name: LeRoy Collins Osceola
Address: S.R.33-A, Ochopee, Florida 34141


Incorporator

STATE OF FLORIDA:

Acknowledgment

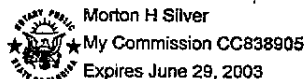
COUNTY OF DADE :

PERSONALLY APPEARED before me, the undersigned authority, LeRoy Collins Osceola, to me well known as the person(s) described as Incorporator(s) in the above Articles of Incorporation, and acknowledged it to be his/her/their deed.

WITNESS my hand and seal this 29 day of January 2002 at City of Miami, County of Dade, State of Florida.


Notary Public- State of Florida

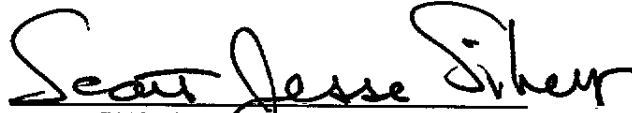
My Commission Expires:



REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above named corporation and to act as its Registered Agent at the place designated in the foregoing Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties.

Dated: January 29, 2002.



REGISTERED AGENT

Scott Jesse Silver

24000 Tennessee Road

Homestead, Florida 33031

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