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February 20, 2002

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

SUBJECT: CREATIVE DREAM, INC.

FILED
02 MAR -7 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$87.50 to cover the Filing Fee, Certified Copy and Certificate of Status. Please contact me if you have any questions.

Sincerely,

LAW OFFICE OF ANTHONY S. ARENA

Anthony S. Arena

Anthony S. Arena

ASA/ea

EFFECTIVE DATE
03-01-02

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J. BRYAN FEB 27 2002

J. BRYAN, MAR 8 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2002

ANTHONY S. ARENA, ESQ.
718 W. DR. MARTIN LUTHER KING JR. BLVD.
STE. 200
TAMPA, FL 33603

SUBJECT: CREATIVE DREAM, INC.
Ref. Number: W02000005659

FILED
02 MAR -7 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CREATIVE DREAM, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 602A00012040

ARTICLES OF INCORPORATION
OF
CREATIVE DREAM DESIGNS, INC.

FILED
02 MAR -7 AM 8:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

Article I – Name

The name of the Corporation shall be:

Creative Dream Designs, Inc.

EFFECTIVE DATE
03-01-02

Article II – Principal Office and Mailing Address

The address or the principal office and the mailing address of this Corporation shall be:

718 W. Dr. Martin Luther King, Jr., Blvd
Suite 200
Tampa, FL 33603

Article III – Business and Purposes

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

Article IV – Capital Stock

(a) The Aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000,000 shares of common stock with a par value of \$.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in

promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

Article V – Existence of Corporation

This corporation shall have an effective date of March 1, 2002 and shall have perpetual existence.

Article VI – Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 718 W. Dr. Martin Luther King, Jr. Blvd., Suite 200, Tampa, Florida 33603, and the initial registered agent of this Corporation at such office shall be Anthony S. Arena. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

Article VII – Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) not more than fifteen (15) members, the exact number of directors to be fixed from time to time by the stockholders of the bylaws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

Article VIII – Initial Board of Directors

The initial Board of Directors of this corporation shall consist of the following member, such member to hold office until his successor has been duly elected and qualified. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Eleanor Frank Gonzalez	6431 High Creek Court Charlotte, NC 28277

Article IX – Limitation of Liability

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

Article X – Incorporator

The name and street address of the Incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Anthony S. Arena	718 W. Dr. Martin Luther King, Jr. Blvd Suite 200 Tampa, FL 33603

Article XI – Bylaws

(a) The power to adopt the bylaws of this corporation, to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation; provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by the stockholders, and the stockholders may prescribe in any bylaw made by them that such bylaw shall not be altered, amended or repealed by the Board of Directors.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

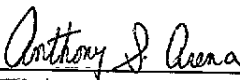
Article XII – Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

Article XIII – Affiliated Transactions

The provisions of Section 607.0901 of the Florida Business Corporation Act, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes herein stated.



Anthony S. Arena, Incorporator

CREATIVE DREAM DESIGNS, INC.

CERTIFICATE OF ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, Anthony S. Arena, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 1st day of March, 2002.

Anthony S. Arena
Anthony S. Arena, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA