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PATRICK J. GOGGINS, P.A.

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March 12, 2002

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

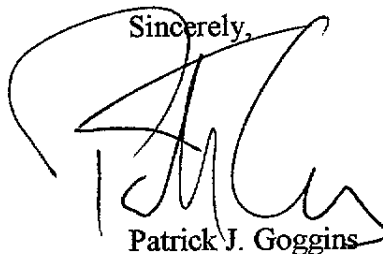
Re: **Lighthouse Antiques and Gift Emporium, Inc.**

500005110115--7
-03/15/02--01030--019
*****87.50 *****87.50

Dear Division of Corporations representative:

Enclosed please find one (1) original and one (1) copy of the articles of incorporation, and a check in the amount of Eighty Seven and 50/100 Dollars (\$87.50) for the filing fee, a certified copy, and a certificate of status. Thank you for your prompt assistance with this matter.

Sincerely,


Patrick J. Goggins

FILED
02 MAR 15 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

encl
VIA USPS
C:\JCS\Transmittal.doc

EFFECTIVE DATE
03-12-02

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ARTICLES OF INCORPORATION

The undersigned incorporator to these Articles of Incorporation, hereby forms a Corporation for profit pursuant to the Corporations Act and other laws of the State of Florida.

ARTICLE I NAME

The name of the corporation shall be: **Lighthouse Antiques and Gift Emporium, Inc.** (the "Corporation").

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be:

22400 Old Dixie Highway, Unit C
Miami, FL 33170

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to issue and have outstanding at any one time shall be Three Thousand (3,000) shares of common stock, par value One Dollar (\$1.00) per share.

ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The name and Florida street address of the initial registered agent of the Corporation shall be:

John Strasdauskas
22400 Old Dixie Highway, Unit C
Miami, FL 33170

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TALLAHASSEE, FLORIDA

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**ARTICLE V
INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The name and address of the initial directors of the Corporation are:

John Strasdauskas
22400 Old Dixie Highway, Unit C
Miami, FL 33170

Irene Strasdauskas
22400 Old Dixie Highway, Unit C
Miami, FL 33170

**ARTICLE VI
CORPORATION'S EFFECTIVE DATE**

The Corporation's existence shall become effective as of the 12th day of March, 2002.

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is:

John Strasdauskas
22400 Old Dixie Highway, Unit C
Miami, FL 33170

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 12th day of March, 2002.


JOHN STRASDAUSKAS

**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSETH: That **Lighthouse Antiques and Gift Emporium, Inc.** desiring to organize under the laws of the State of Florida, which will have its principal offices in Florida, has named:

John Strasdauskas
22400 Old Dixie Highway, Unit C
Miami, FL 33170

as its agent to accept service of process within this state.

Dated this 12th day of March, 2002.

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TALLAHASSEE, FLORIDA


JOHN STRASDAUSKAS

ACKNOWLEDGEMENT: Having been named registered agent and to accept service of process for the above-named 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 accept the obligations of my position as registered agent

Dated this 12th day of March, 2002.


John Strasdauskas, Registered Agent