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April 17, 2002

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

100005347941--5
-04/25/02--01042--016
*****78.75 *****78.75

Re: Articles of Incorporation; Dawn's Decorative Stamping

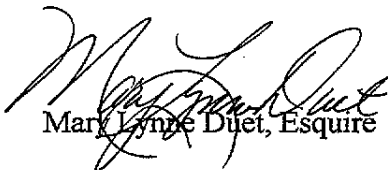
To Whom It May Concern:

Enclosed are the original and a copy of the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within this State, naming Agent upon Whom Process May be Issued.

A check in the amount of \$78.75 is enclosed for your filing fees as well as a certified copy of the Articles of Incorporation, which I would appreciate you returning directly to me. A self-addressed, postage paid envelope is provided for your convenience.

Thank you for your assistance.

Sincerely,


Mary Lynne Duet, Esquire

Enclosures

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 25 PM 5:05

F. CHESSEY APR 29

ARTICLES OF INCORPORATION
OF
DAWN'S DECORATIVE STAMPING, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 25 PM 5:05

I, Dawn Duet, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be Dawn's Decorative Stamping, Inc.

ARTICLE II

The corporation shall engage in the sole business as the operation of a Stampin' Up!® Demonstratorship. No other business may be conducted by this business entity. The general nature of the business of the corporation and the objectives and purposes to be transacted shall be in compliance with the policies and procedures of Stampin' Up!® The entity may do all things that may become necessary or expedient in the proper conduct of the business functions of the corporation.

ARTICLE III

The duration of this corporation shall and will be perpetual unless sooner dissolved by law.

ARTICLE IV

The principal place of business of the initial registered office of this corporation and its mailing address shall be Dawn Duet, 13929 Shady Shore Drive, Tampa, Florida 33613, and its initial registered agent shall be Dawn Duet.

The corporation may have other offices, agencies and branches at such places as may be determined by the Board of Directors.

ARTICLE V

The amount of capital with which this corporation shall begin doing business shall be \$500.00.

ARTICLE VI

The aggregate number of shares of stock, which this corporation shall have authority to issue, shall be One Hundred (100) shares of common stock with a par value of \$1.00. Dawn Duet shall not own less than a majority of the issued and outstanding voting stock or membership interest.

ARTICLE VII

This corporation shall have one (1) director initially, and the number of directors may be increased or diminished from time to time by the by-laws, but shall never be less than one (1). Dawn Duet shall have the authority to appoint a majority of the management committee or members of the governing board of directors.

ARTICLE VIII

The name and address of the initial board of directors and incorporators of this corporation are as follows:

Dawn Duet
13929 Shady Shores Drive
Tampa, Florida 33613

ARTICLE IX

The names and addresses of the initial officers shall be:

Dawn Duet
13929 Shady Shores Drive
Tampa, Florida 33613

ARTICLE X

Sub-Chapter S Corporation

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation, shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, which will result in the termination or revocation of such election to be an S corporation, as provided in Sub-Chapter S

of the Internal Revenue Code of 1986, as amended.

Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

■ The shares of stock represented by this Certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as Amended. ■

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 19th day of April, 2002.

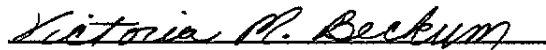


Dawn Duet, Incorporator

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Dawn Duet, to me known to be the person described in and who subscribed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily and for the uses and purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 19th day of April 2002.



NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that Dawn's Decorative Stamping, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 13929 Shady Shores Drive, Tampa, FL 33613, and Dawn Duet as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 19th day of April 2002.


Dawn Duet

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 25 PM 5:05