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WHITAKER & HAMILTON, P.A.
ATTORNEYS AT LAW
2400 MANATEE AVENUE WEST, BRADENTON, FLORIDA 34205

THOMAS P. WHITAKER JR.*
W. SCOTT HAMILTON ♦
JAMES L. PRICE

*BOARD CERTIFIED CIVIL TRIAL LAWYER
CERTIFIED CIRCUIT COURT MEDIATOR
♦ALSO ADMITTED TO PRACTICE IN NORTH CAROLINA
♦ALSO ADMITTED TO PRACTICE IN GEORGIA

OF COUNSEL:
L. FLOYD PRICE

Telephone:
(941) 748-0554

Telefacsimile:
(941) 748-9884

July 9, 2002

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

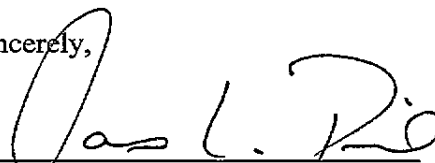
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*****78.75 *****78.75

Re: Articles of Incorporation
Infusia, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation for Infusia, Inc. Also enclosed is a check in the amount of \$78.75 to cover the filing fee and certified copy.

If you have any questions or comments do not hesitate to call the above law firm.

Sincerely,


James L. Price, Esquire

FILED
02 JUL 12 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BM 7/15

ARTICLES OF INCORPORATION
OF INFUSIA, INC.

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE

NAME

The name of the corporation is Infusia, Inc..

ARTICLE TWO

PRINCIPLE OFFICE

The street address of the initial principal office of the corporation is 5120 18th Lane East, Bradenton, Florida 34203.

ARTICLE THREE

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR

PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To engage in the business of designing, fabricating, displaying and selling home decor items and products via the Internet.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE

CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares. Such shares shall be of single class, and shall be without par value.

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TALLAHASSEE, FLORIDA

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2400 Manatee Avenue West, Bradenton, Florida 34205, and the name of its initial registered agent at such address, is W. Scott Hamilton, Esquire.

ARTICLE SEVEN

DIRECTORS

The number of directors constituting the corporation's initial board of directors is Four (4). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Daniel John Pye	5120 18 th Lane East Bradenton, Florida 34203
Leann Marie Pye	5120 18 th Lane East Bradenton, Florida 34203
Frank Paul Roe	3753 Amhurst Way Sarasota, Florida 34232
Shawna Rae Roe	3753 Amhurst Way Sarasota, Florida 34232

ARTICLE EIGHT

INCORPORATORS

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Daniel John Pye	5120 18 th Lane East Bradenton, Florida 34203
Leann Marie Pye	5120 18 th Lane East Bradenton, Florida 34203

Frank Paul Roe

3753 Amhurst Way
Sarasota, Florida 34232

Shawna Rae Roe

3753 Amhurst Way
Sarasota, Florida 34232

ARTICLE NINE

INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees, and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE TEN

AMENDMENTS


This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the directors is subject to this reservation.

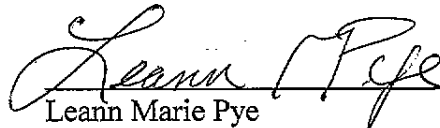
ARTICLE ELEVEN

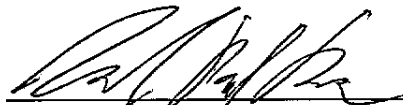
HEADINGS AND CAPTIONS

The headings or captions of these various Articles are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

Executed by the undersigned at Bradenton, Manatee County, Florida this _____ of June, A.D., 2002.


Daniel John Pye


Leann Marie Pye


Frank Paul Roe


Shawna Rae Roe

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 607.0501(3), Florida Statutes, the following is submitted:

DANIEL JOHN PYE, LEANN MARIE PYE, FRANK PAUL ROE, and SHAWNA RAE ROE, the original incorporators of the proposed corporation, INFUSIA, INC., which shall have its registered office at 2400 Manatee Avenue West, Bradenton, Florida 34205, have named W. SCOTT HAMILTON of 2400 Manatee Avenue West, Bradenton, Florida, 34205, to serve as Registered Agent for the said corporation, such designation becoming effective as of the date of the approval of the Articles of Incorporation filed herewith.

Having been designated to accept service of process for the above-referenced corporation, at the address indicated in this Certificate, I hereby accept such designation and agree to comply with the State laws relating to such office.


W. SCOTT HAMILTON, ESQUIRE

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