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SUE SHUPACK
BEAD-DAZZLED, INC.
1300 SOUTHWEST 17TH STREET
BOCA RATON, FLORIDA <u>33</u>486

October 10, 2002

Florida Divisions of Corporations 409 East Gaines Street Tallahassee, FL. 32399

Re: Bead-Dazzled, Inc.- Filing Article of Incorporation

Dear Sir / Madam:

Please find enclosed the following items:

- 1. Articles of Incorporation of Bead-Dazzled, Inc.
- 2. Check in the amount of \$78.75 for the filing fee and a certified copy

Please return the Certified Copy to Sue Shupack at your earliest convenience, enclosed is a stamped self-addressed envelope.

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Sue Shupack

ARTICLES OF INCORPORATION OF BEAD-DAZZLED, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Bead-Dazzled, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1300 Southwest 17th Street, Boca Raton, Florida, 33486.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE HUNDRED (100) shares, having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Sue Shupack, 1300 Southwest

17th Street, Boca Raton, FL 33486.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Sue Shupack, 1300 Southwest 17th Street, Boca Raton, FL 33486.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Sue E. Shupack, 1300 Southwest 17th Street, Boca Raton, FL 33486.

ARTICLE VII: SPECIAL PROVISIONS

A. It is the intent of the incorporator and director that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

B. It is the intent of the incorporator and director that the corporation and its shareholders, pursuant to Sec. 607.0731, Fla. Stat., provide for the manner in which they will vote their shares.

The undersigned has executed these Articles of Incorporation this 10th day of

SUE SHUPACK

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: Bead-Dazzled, Inc.
- 2. The name and street address of the registered agent and office is Sue Shupack, 1300 Southwest 17th Street, Boca Raton, FL 33486.

I HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SUE SHUPACK

Dated: