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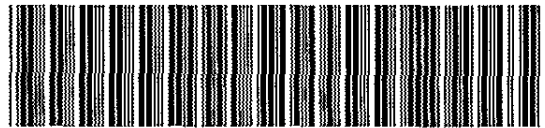
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**The Down The Street Bead Show Corporation
421 W. Minnesota Avenue
Orange City, FL 32763**

October 23, 2002

**Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314**

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for **THE DOWN THE STREET BEAD SHOW CORPORATION**, along with a check in the amount of \$78.75 for filing fee, designation of registered agent, and a certified copy of the articles of incorporation.

Also enclosed is a photocopy of the Articles. Please certify and return this to me with the filing date stamped on it.

Thank you,



AUDREY QUETIER
President

THE DOWN THE STREET BEAD SHOW CORPORATION.

02 OCT 29 AM 9:39

***Articles of Incorporation
of
THE DOWN THE STREET BEAD SHOW
CORPORATION.***

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is ***THE DOWN THE STREET BEAD SHOW CORPORATION.***

ARTICLE II - DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation shall have the authority to issue One thousand (1000) shares of common stock, in one class only, each having a par value of one dollar (\$1.00). Each of the said shares will entitle the holder thereof to one vote at any meeting of the shareholders.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered agent of the Corporation is Audrey Quetier.

The mailing address of the Corporation is 421 W. Minnesota Avenue, Orange City, FL 32763.

The registered address of the principal office of the Corporation is 421 W. Minnesota Avenue, Orange City, FL 32763.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI - ACCEPTANCE

Having been named to accept service of process for the Corporation, at the place designated above, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATED: 10/25/02

Audrey Quetier

Audrey Quetier
(Registered Agent)

ARTICLE VII - BOARD OF DIRECTORS

The Corporation will have two (2) Directors initially. The number of Directors may be increased or diminished from time to time by the by-laws. The name and address of each person who is to serve as a member of the Board of Directors is:

Audrey Quetier.	-	421 W. Minnesota Avenue Orange City, FL 32763
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Fredrick Baldwin.	-	421 W. Minnesota Avenue Orange City, FL 32763
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The name and address of the Incorporator of these Articles of Incorporation is **Audrey Quetier, 421 W. Minnesota Avenue, Orange City, FL 32763.**

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 25 day of October, 2002.

Audrey Quetier
Audrey Quetier
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared **Audrey Quetier**, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 25 day of October, 2002.


NOTARY PUBLIC, State of Florida
at Large.

My Commission expires:



Sharon C. Reeves
My Commission CC926573
Expires April 10, 2004