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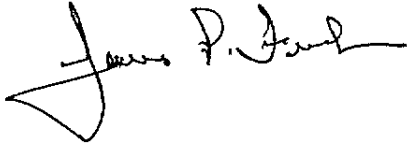
3940 UPOLO LANE
NAPLES, F. 34119
DEC. 10, 2002

DIVISION OF CORP.

ENCLOSED HERewith PLEASE FIND MY CHECK IN THE AMOUNT OF \$78.75
IN PAYMENT OF THE FOLLOWING:

FILLING FEE
REGISTERED AGENT FEES
FEE FOR CERTIFIED COPY

THANK YOU FOR YOUR ATTENTION TO THIS MATTER

A handwritten signature in black ink, appearing to read "James P. J. J.", with a large, stylized initial "J" that loops around the first part of the name.

ARTICLES OF INCORPORATION
OF
CELTIC GIFTS INCORPORATED

ARTICLE I

NAME

THE NAME OF THIS CORPORATION IS CELTIC GIFTS INCORPORATED.

ARTICLE II

DURATION

THIS CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE III

PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS IN THE RETAIL MERCHANDIZING AND RELATED FIELDS.

ARTICLE IV

CAPITOL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF COMMON STOCK @ A PAR VALUE OF \$10.00 FOR SUCH STOCK.

ARTICLE V

PRE*EMPTIVE RIGHTS

EVERY SHAREHOLDER UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE OR SHE ALREADY OWNS, SHALL HAVE THE RIGHT TO PURCHASE HIS OR HER PRO RATA SHARE THEREOF, (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE WHICH IT IS OFFERED TO OTHERS.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENCT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORP. IS 9207 AUTUMN HAZE DRIVE, NAPLES, FL. 34109 AND THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION IS EILEEN BEAUDETTE. THE PRINCIPAL OFFICE SHALL HAVE THE SAME ADDRESS.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY, THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY LAWS BUT SHALL NEVER BE LESS THAN ONE. THE NAMES AND ADDRESSES OF THE INITIAL DIRECTORS OF THE CORPORATION ARE:

JAMES P FRENCH 3940 UPOLO LANE NAPLES, FL. 34119

EILEEN M BEAUDETTE 9207 AUTUMN HAZE DR. NAPLES, FL. 34109

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STATE
FLORIDA

ARTICLE IX
INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X
AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, AND ANY RIGHT CONFERRED UPON THE SHARE HOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS DAY OF DECEMBER 2002.

3940 UPOLO LANE NAPLES, FL. 34119 JAMES P FRENCH SUBSCRIBER


EILEEN M BEAUDETTE SUBSCRIBER

STATE OF FLORIDA:
COUNTY OF COLLIER:

9207 AUTUMN HAZE DR. NAPLES, FL. 34109

BEFORE ME A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDG EMENTS IN THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED JAMES P. FRENCH AND EILEEN M BEAUDETTE KNOW TO ME AND KNOWN TO BE THE PERSONS WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND THEY ACKNOWLEDGED BEFORE ME THAT THEY EXECUTED THOSE ARTICLE OF INCORPORATION. IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL IN THE STATE AND COUNTY AFORESAID, THIS DAY OF DECEMBER 2002

MY COMMISSION EXPIRES

NOTARY PUBLIC

KIMBRA A. MORRIS
Notary Public, State of Florida
My comm. exp. June 27, 2003
Comm. No. CC842780


Kimbra Morris 12/9/02

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

IN PURSUANCE OF SECT. 48.091 AND SECT. 607.034 (3) FLORIDA STATUTES THE FOLLOWING IS SUBMITTED IN COMPLAINE WITH SAID SECTIONS:

CELTIC GIFTS INC.

DESIRING TO ORGANIZE UNDER THE LAW OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE AS INDICATED IN THE CERTIFICATE OF INCORPORATION AT THE CITY OF NAPLES, FL., COUNTY OF COLLIER, STATE OF FLORIDA HAS NAMED EILEEN M BEAUDETTE LOCATED AT 9207 AUTUMN HAZE DR., NAPLES, FL. 34109 COUNTY OF COLLIER, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGEMENT:

HAVING BEEN ANMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID SECTIONS RELATIVE TO KEEPING OPEN SAID OFFICE.


EILEEN M BEAUDETTE
REGISTERED AGENT

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2002 DEC 16 AM 9:42
CLERK OF DISTRICT COURT
STATE OF FLORIDA