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Division of Corporations
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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

~~the design of~~ inc.

secrets
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FLORIDA DEPARTMENT OF STATE

Ken Detzner
Secretary of State

February 6, 2003

EMPIRE CORPORATE KIT COMPANY

Design Secrets, Inc

SUBJECT: ~~E & M DESIGN COMPANY, INC.~~
REF: W03000003495

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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Alan Crum
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FAX Aud. #: H03000040529
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ARTICLES OF INCORPORATION
OF

Design Secrets, Inc.

03 FEB -6 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

Design Secrets, Inc.
875 E. Camino Real Suite 6D
Boca Raton, FL 33432

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

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

This Corporation is authorized to issue a maximum of five hundred (1000) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Mirian Mendoza
875 E. Camino Real Suite 6D
Boca Raton, FL 33432

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial directors of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Mirian Mendoza	875 E. Camino Real Suite 6D Boca Raton, FL 33432
Luis Mendoza	875 E. Camino Real Suite 6D Boca Raton, FL 33432
Ingrid Mendoza-Hansen	875 E. Camino Real Suite 6D Boca Raton, FL 33432

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

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ARTICLE VII

INCORPORATORS

The name and post office of the Incorporator executing these Articles of
Incorporation is as follows:

INCORPORATOR

ADDRESS

Mirian Mendoza

875 E. Camino Real Suite 6D
Boca Raton, FL 33432

The undersigned, being the original subscriber to these Articles of Incorporation,
for the purpose of forming a Corporation for profit and to do business both within and
without the State of Florida, do hereby make, subscribe, acknowledge and file these
Articles of Incorporation, hereby declaring and certifying that the facts herein stated are
true and, accordingly, has hereunto set his hand and seal this

25th day of FEBRUARY, 2003.


Mirian Mendoza

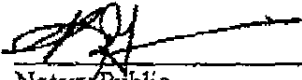
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared Mirian Mendoza, the person described as Incorporator in the foregoing Articles of Incorporation or who presented the following identification: FL CERTIFICATION

WITNESS my hand and seal at Miami, DADE County, Florida
this 23 day of FEBRUARY, 2003.



Notary Public
State of Florida



Kendrick G. Whittle
Commission # CC 952143
Expires June 29, 2004
Bonded Three
Atlantic Bonding Co., Inc.

My Commission expires:

**CERTIFICATE DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates
Mirian Mendoza, as its registered Agent to accept service of process within this State.


Mirian Mendoza

The undersigned hereby accepts the foregoing designation as Registered Agent
for service of process within the State of Florida, and agrees to comply with the
provisions of the law applicable to said designation.


Mirian Mendoza