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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

customize it, inc.

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**ARTICLES OF INCORPORATION
OF
CUSTOMIZE IT, INC.**

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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 shall be **CUSTOMIZE IT, INC.**

ARTICLE II - PURPOSE

This corporation is organized for the general purpose of transacting all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III - PRINCIPAL OFFICE

The street and mailing address of the initial principle place of business of this corporation shall be:

**CUSTOMIZE IT, INC.
291 S.W. 27TH Avenue
Miami, Florida 33135**

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, each share having a par value of One Dollar (\$1.00).

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ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation, and the name of the registered agent at that office, are as follows:

YELENA TACHER
291 S.W. 27th Avenue
Miami, Florida 33135

ARTICLE VI - INCORPORATOR

The name and street address of the sole incorporator of this corporation is:

Yelena Tacher
291 S.W. 27th Avenue
Miami, Florida 33135

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of two (2) members. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
YELENA TACHER	291 S.W. 27 th Avenue Miami, Florida 33135
KAREN ADAMS	291 S.W. 27 th Avenue Miami, Florida 33135

ARTICLE VII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of the corporation.

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding at any regular meeting of the stockholders or at any special meeting of the stockholders called for that expressed purpose.

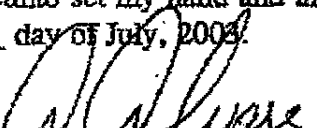
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 31 day of July, 2003.


YELENA TACHER
Incorporator

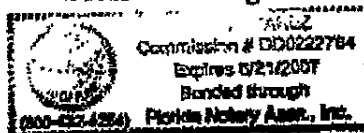
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared YELENA TACHER, known to me to be the person who executed the foregoing articles of incorporation, and acknowledged before me that he executed the same for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 31 day of July, 2003.


Notary Public, State of
Florida at Large

My Commission expires:



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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

1. The name of the corporation is CUSTOMIZE IT, INC.
2. The name and address of the registered agent and office is:

YELENA TACHER
291 S.W. 27th Avenue
Miami, Florida 33135

YELENA TACHER
Incorporator of CUSTOMIZE IT, INC.

Date: 7/31/03

HAVING 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.

Yelena Tacher
YELENA TACHER
Registered Agent
CUSTOMIZE IT, INC.

Date: 7/31/03

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