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08/05/03--01040--003 **78.75

EFFECTIVE DATE

08-04-03

FILED

03 AUG -5 AM 10:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

g8/-

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August 4, 2003

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation for The Charm Connection, Inc.

EFFECTIVE DATE

08-04-03

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation for The Charm Connection, Inc. for filing with your office. Also enclosed is our firm check in the amount of \$78.75 representing filing fee and one certified copy of the Articles of Incorporation. Please forward the certified copy of the Articles of Incorporation to the undersigned.

Thank you for your cooperation in this matter.

Sincerely,



Marie M. Stoner
Legal Assistant to
ROBERT N. HEATH, JR.

ARTICLES OF INCORPORATION
OF
THE CHARM CONNECTION, INC.

FILED
03 AUG -5 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following articles of incorporation for such corporation:

ARTICLE I - NAME & ADDRESS

EFFECTIVE DATE
08-04-03

The name of this corporation is THE CHARM CONNECTION, INC. The mailing address for the corporation is 1500 East Johnson Avenue, Unit 120, Pensacola, Florida, 32514 and the street address of the corporation is the same.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these articles of incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock, all of one class and series.

ARTICLE V - AMENDMENT OF ARTICLES

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 shareholders is subject to this reservation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 1500 East Johnson Avenue, Unit 120, Pensacola, Florida, 32514, and the name of this corporation's initial registered agent is Jennifer Daniels

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

The directors of the corporation shall be elected or appointed as set forth in the Bylaws of the corporation. The number of directors constituting the initial board of directors is two (2) whose names and addresses are Jennifer Daniels, 1500 East Johnson Avenue, Unit 120, Pensacola, Florida, 32514 and Gerald Chernekoff, 4761-6 Bayou Boulevard, Pensacola, Florida, 32503. The initial officers of the corporation shall be a President and a Secretary/Treasurer.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is Jennifer Daniels, 1500 East Johnson Avenue,
Unit 120, Pensacola, Florida, 32514.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of
incorporation this 14th day of August, 2003


JENNIFER DANIELS

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before me the undersigned authority in and for the said State and County personally appeared
Jennifer Daniels, the person described herein, who is personally known to me and who freely and
voluntarily subscribed the foregoing articles of incorporation for the uses and purposes therein
mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State and County
aforesaid this 14th day of August, 2003.


Notary Public
My Commission Expires:



**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**


PURSUANT TO THE PROVISIONS OF SECTION 607.0501(3), *FLORIDA STATUTES*, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. The name of the corporation is THE CHARM CONNECTION, INC.
2. The name and Florida street address of the registered agent and Office is:

Jennifer Daniels
1500 East Johnson Ave. Unit 120
Pensacola, Florida 32514

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent 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 as provided for in Chapter 607, F.S.


Jennifer Daniels

Aug 4, 2003