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January 28, 2004

Via Ups Overnight Delivery

Secretary of State
Division of Corporation
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32301

Re: Matson Creations, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation for Matson Creations, Inc., a Florida corporation, and a check in the amount of \$78.75 representing the filing fee, registered agent designation fee and a certified copy fee. Kindly accept the enclosed for filing.

Please return the certified copy of the Articles of Incorporation to the undersigned at your convenience. Thank you for your assistance in this matter. If you have any questions, please feel free to call.

Sincerely,



James Sopko

JS/rm

Enclosures

cc: Matson Creations, Inc.

**ARTICLES OF INCORPORATION
OF
MATSON CREATIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be: Matson Creations, Inc.

ARTICLE II

TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 1000 shares of Class A stock and 1000 shares of Class B stock. These classes of stock are equal in preferences, limitations, and relative rights except that Class B stock shall not have any voting rights.

ARTICLE V

PRINCIPAL OFFICE

The street address of the principal office of this corporation is:

8452 S.E. Driftwood Street; Hobe Sound, FL 33455

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

853 S.E. Monterey Commons Blvd.
Stuart, Florida 34996

The name of the initial registered agent of this corporation at that address is:

James Sopko

ARTICLE VII

DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial Director of this corporation is:

John J. Matson
8452 S.E. Driftwood Street
Hobe Sound, FL 33455

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these articles is:

James Sopko
853 S.E. Monterey Commons Blvd.
Stuart, FL 34996

ARTICLE IX

EFFECTIVE DATE

The effective date of this corporation is February 1, 2004

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28 day of January, 2004.


James Sopko

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, MATSON CREATIONS, INC., at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 28 day of January, 2004.


JAMES SOPKO
Registered Agent