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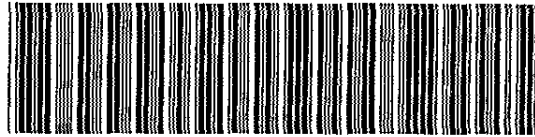
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CREW & CREW, P.A.

ATTORNEYS AT LAW

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February 2, 2004

Via Federal Express

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Posh Interiors, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced proposed corporation.

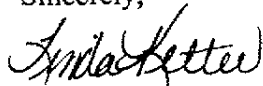
Please file these documents at your earliest opportunity and provide me with a file-stamped copy of the articles and a Certificate of Status by return mail.

I enclose a check for payment of the combined fees of :

| | | | |
|-------------------------------|---------------------------------------------|-----------------------------------|-----------------------------------|
| <input type="checkbox"/> \$70 | <input checked="" type="checkbox"/> \$78.75 | <input type="checkbox"/> \$122.50 | <input type="checkbox"/> \$131.25 |
| Filing Fees | Filing Fee & | Filing Fee & | Filing Fee, |
| Only | Certificate of | Certified copy | Certified Copy |
| | Status | | & Certificate |
| | Additional copy of articles enclosed. | | |

Thank you for your assistance. Please call me if you have any questions.

Sincerely,



Linda L. Ketter
Legal Assistant to
Jill W. Crew

Enclosures

**ARTICLES OF INCORPORATION
OF
POSH INTERIORS, INC.**

In compliance with the requirements of F. S. Chapter 607, the undersigned, being natural persons, do hereby act as incorporators in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

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TALLAHASSEE, FLORIDA

**Article I
Name of Corporation**

The name of the corporation (the "Corporation") is **Posh Interiors, Inc.**

**Article II
Principal Office**

The principal place of business is 12273 Emerald Coast Parkway, Unit 104, Destin, Florida 32550. The mailing address of the Corporation is P.O. Box 6547, Destin, Florida 32550.

**Article III
Authorized Shares**

The maximum number of shares the Corporation is authorized to issue is 1,000, all of which shall be Common Shares, with a par value of \$.01 per share. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**Article IV
Registered Agent**

The initial registered agent for the Corporation is: Crew & Crew, P.A., a Florida corporation. The street address of the Corporation's registered agent is: Crew & Crew, P.A., 25 Beal Parkway NE, Suite 210, Fort Walton Beach, Florida 32548.

Article V
Board of Directors

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

Stephen D. Dixon
12273 Emerald Coast Pkwy, Unit 104
Destin, Florida 32550

Kathleen Lois Fant
12273 Emerald Coast Pkwy, Unit 104
Destin, Florida 32550

Article VI
Incorporator

The names and addresses of the persons signing these articles of incorporation are: Stephen D. Dixon, 12273 Emerald Coast Pkwy, Unit 104, Destin, Florida 32550 and Kathleen Lois Fant, 12273 Emerald Coast Pkwy, Unit 104, Destin, Florida 32550

Article VII
Indemnification

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on January 29, 2004.


STEPHEN D. DIXON

1-29-04


KATHLEEN LOIS FANT

1-29-04

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the Corporation at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. § 607.0501(3).

Date: February 2, 2004.

Crew & Crew, P.A., a Florida corporation

By: 
Jill W. Crew, Vice-President