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(City/State/Zip/Phone #)

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(Business Entity Name)

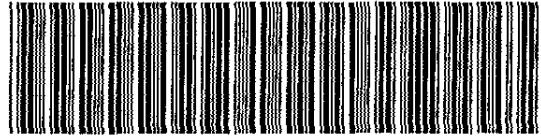
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2004 FEB 11 P 7:20

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TRANSMITTAL LETTER

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

SUBJECT: DESIGNS BY DAVID, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: DAVID L. COHN
Name (Printed or typed)

2685B TAMIAMI TRAIL
Address

PORT CHARLOTTE, FL 33952
City, State & Zip

941-625-2436
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
DESIGNS BY DAVID, INC.**
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be: DESIGNS BY DAVID, INC.

ARTICLE II

The principal place of business/ mailing address is: 2685B Tamiami Trail, Port Charlotte, FL 33952 County of Charlotte

ARTICLE III

The purpose for which the corporation is organized is: For the transition of any and all lawful business for which corporation may be incorporated under the laws of the State of Florida as they may be amended from time to time.

ARTICLE IV

The number of shares of stock is: 1,000 all of which are to be common stock with a par value of ten cents (\$.10) per share.

ARTICLE V

Initial Officers and/or Directors:

David L. Cohn 2685B Tamiami Trail, Port Charlotte, FL 33952 : President, C.E.O.
Kurtis P. Pentelecuc 2685B Tamiami Trail, Port Charlotte, FL 33952: Vice-President

ARTICLE VI

Subject to the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality thereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders,

**ARTICLES OF INCORPORATION
OF**

DESIGNS BY DAVID, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

except as otherwise provided by statute or by the Bylaws.

(c) A vacancy or vacancies in the Board of Directors shall be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.

(d) The Board of Directors shall have the power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any Bylaws adopted by them from time to time.

(e) The Board of Directors shall have the power, in its discretion, to fix, determine and vary, from time to time, the amount to be retained as surplus and the amount or amounts to be set apart out of any of the funds of the corporation available for dividends as working capital or a reserve or reserves for any proper purpose, and to abolish any such reserve in the manner in which it was created.

(f) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

ARTICLE VII

The Corporation is to have perpetual existence

ARTICLE VIII

The private property of the stockholders shall not be subject to the payment of corporate debts.

ARTICLE VIII

The name and Florida street address of the registered agent is:

David L. Cohn 2685B Tamiami Trail, Port Charlotte, FL 33952

ARTICLE X

The name and address of the Incorporator is:

David L. Cohn 2685B Tamiami Trail, Port Charlotte, FL 33952

ARTICLES OF INCORPORATION
OF
DESIGNS BY DAVID, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature of Registered Agent

2/6/04
Date



Signature of Incorporator

2/6/04
Date

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TALLAHASSEE, FLORIDA

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