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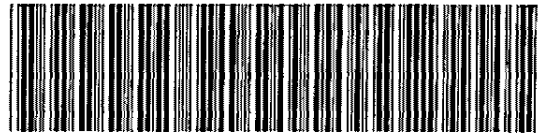
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THEODORE F. ZENTNER
ATTORNEY & COUNSELOR AT LAW

SPRUCE CREEK FLY IN
201 CESSNA BLVD., STE. 4
PORT ORANGE, FLORIDA 32128

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June 1, 2004

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

Re: Articles of Incorporation - BLUE RIDGE FASHION DECOR &
DESIGN, INC.

Gentlemen:

Enclosed herewith please find Articles of Incorporation for
BLUE RIDGE FASHION DECOR & DESIGN, INC.

Also enclosed please find payment in the total amount of
\$78.75 for the following:

Filing Fee for Articles of Organization	\$ 35.00
Designation of Registered Agent	\$ 35.00
Certified Copy	\$ 8.75

Thank you for your assistance in this matter.

Very truly yours,


Theodore F. Zentner

TFZ:mmmc
Enclosures

cc: Ms. Leona Zentner

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
BLUE RIDGE FASHION DECOR & DESIGN, INC.

The undersigned, does hereby make, subscribe, acknowledge and file the following Articles of Incorporation for the purpose of becoming a corporation for profit under the Laws of the State of Florida.

ARTICLE I

The name of the corporation is:

BLUE RIDGE FASHION DECOR & DESIGN, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The general purposes for which this corporation is initially organized shall be any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act presently known as Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares of stock which this corporation is authorized to have outstanding at any time is 100

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shares of common stock at a par value of \$1.00 per share. All or any part of the authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V

The initial street address in the State of Florida of the principal office of the corporation shall be Spruce Creek Fly-In, 201 Cessna Boulevard, Suite 4, Port Orange, Florida 32128. The Board of Directors may from time to time move the principal office to any other address in Florida. The initial Registered Agent of this corporation shall be Theodore F. Zentner, Esquire, Spruce Creek Fly-In, 201 Cessna Boulevard, Suite 4, Port Orange, Florida 32128. The Board of Directors may from time to time change the Registered Agent by designation filed in the office of the Secretary of State, State of Florida.

ARTICLE VI

The number of directors consisting of the initial Board of Directors shall be one (1) and the name and address of each person who is to serve on the initial Board of Directors shall be as follows:

Leona Zentner
Spruce Creek Fly-In
201 Cessna Blvd., Suite 4
Port Orange, Florida 32128

ARTICLE VII

The name and street address of the incorporator is as follows:

Leona Zentner
Spruce Creek Fly-In
201 Cessna Blvd., Suite 4
Port Orange, Florida 32128

ARTICLE VIII

Subject to the applicable laws, this corporation and its stockholders shall be authorized at all such times as shall be desirable or advantageous in the judgment of the Board of Directors, to select treatment for Federal Taxation purposes under Sub-Chapter (S) and Section 1244 of the Internal Revenue Code of the United States of 1954, as amended, and such other laws and Rules and Regulations as they deem necessary or desirable.

ARTICLE IX

These Articles of Incorporation may be amended in the manner prescribed by law. Each amendment shall be submitted to the Board of Directors and approved by them, then proposed by the Board of Directors to the stockholders, and approved by the stockholders by a majority vote. All Directors and all stockholders may sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation shall be made, to signify approval by the Board of Directors and by the stockholders of the proposed amendment.

IN WITNESS WHEREOF, the undersigned subscribing and incorporating person, has hereunto set her hand and seal this 28th day of May, 2004, for the purpose of forming this corporation under the laws of the State of Florida and he hereby makes and files in the office of Secretary of State of the State of Florida these Articles of Incorporation and certifies that the facts stated herein are true.

Signed, sealed and delivered in the presence of:

[Signature]
[Signature]

[Signature]
LEONA ZENTNER

STATE OF FLORIDA)
 SS:
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared LEONA ZENTNER, to me known to be the person described above and who as a subscriber executed the foregoing Articles of Incorporation and acknowledged before me that she executed this document for the purposes set forth herein.

WITNESS my hand and official seal in the County and State aforesaid this 28th day of May, 2004.



M. M. COLE
MY COMMISSION # DD 220921
EXPIRES: October 7, 2007
Bonded Thru Budget Notary Services

[Signature]
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



M. M. COLE
MY COMMISSION # DD 220921
EXPIRES: October 7, 2007
Bonded Thru Budget Notary Services

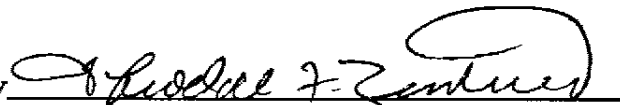
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVING OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHO
PROCESS MAY BE SERVED.

Pursuant to ch.48.091, Fla.Stat., the following is submitted
in compliance with said Act:

That BLUE RIDGE FASHION DECOR & DESIGN, INC.,
desiring to organize under the laws of the
State of Florida and under the proposed name
of BLUE RIDGE FASHION DECOR & DESIGN, INC.,
with its principal office as indicated in the
Articles of Incorporation at the City of Port
Orange, Volusia County, State of Florida, has
named Theodore F. Zentner, Esquire, Spruce
Creek Fly-In, 201 Cessna Blvd., Suite 4, Port
Orange, Florida 32128, as its Agent to accept
service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the
above-stated corporation, at place designated in the Certificate,
I hereby accept to act in this capacity, and agree to comply with
the provisions of said Act relative to keeping open said office.

By 
Theodore F. Zentner

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