

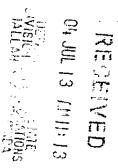
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CR2F031/9/92

ARTICLES OF INCORPORATION OF CELLY'S SCRAPBOOK SHOP, CORP.

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The undersigned subscriber to these Articles of Incorporation, is a natural person, competent to contract and hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is BY CELLY'S SCRAPBOOK SHOP, CORP.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation is 354 EAST 39th Street, Hialeah, Fl 33013. The Board of Directors may, from time to time, designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one hundred (100) shares of common stock, each share having the par value of One Dollar \$1.00).

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin is ONE HUNDRED DOLLARS (\$100.00).

ARTICLE VI - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VII - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws of the corporation.

The name and street address of the first Board of Directors who shall hold office until her successors are elected and have qualified is as follows:

Name Address

Aracelly Cortedano 354 East 39th Street, Hialeah, Fl 33013

ARTICLE VIII - OFFICERS

The name, address and offices of the officer of the corporation who shall serve until the first election or appointment under these Articles of Incorporation is:

NAME ADDRESS
Aracelly Cortedano 354 East 39th Street

Cortedano 354 East 39" Street Hialeah, Fl 33013 Position President

ARTICLE IX - SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is as follows:

ADDRESS

Aracelly Cortedano

354 East 39th St, Hialeah, Fl 33013

ARTICLE X - AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by the majority of the shareholders and may be adopted by the said majority.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE

IN COMPLIANCE with Section 607.325, Florida Statutes, the following

CELLY'S SCRAPBOOK SHOP, CORP, CORP., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at Hialeah, Florida, has named Aracelly Cortedano, residing at 354 East 39th Street, Hialeah, Fl. 33013, as its agent to accept services of process within Florida.

Aracelly Cortedano. President

Date 7/9/2004

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Signature Macelly Contrology E Property Aracelly Contedano. Registered Agent

Date $\frac{7/9/2004}{}$.