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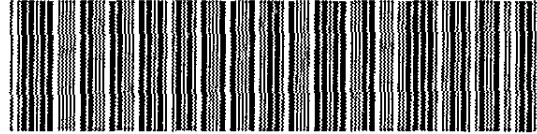
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D. WHITE JAN 24 2007

**LESLIE J. MIKSCH
120 VENETIAN WAY SUITE 15
MERRITT ISLAND, FLORIDA 32953**

JANUARY 19, 2007

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

Re: Incorporation of RAINBOW EMBROIDERY, INC.

Please find enclosed a check payable to Florida Department of State, in the sum of \$122.50, an original and a copy of the Articles of Incorporation of RAINBOW EMBROIDERY, INC. Please act on these articles and return a certified copy to:

**LESLIE J. MIKSCH
120 VENETIAN WAY SUITE 15
MERRITT ISLAND, FLORIDA 32953**

Thank you for your assistance in this matter.

Very truly,


LESLIE J. MIKSCH

RAINBOW EMBROIDERY, INC.
120 Venetian Way Suite 15
Merritt Island, FL 32953

January 19, 2007

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

Re: New Articles of Incorporation

I Samuel Spencer of Rainbow Embroidery, Inc. have sold all the assets including the name of my corporation to Leslie Miksch. On January 15, 2007 I dissolved my corporation and have notified the Division of Corporations. That should make the name Rainbow Embroidery, Inc. available for the new articles of incorporation filed by Ms. Miksch.

If you have any questions I can be reached at (321) 449-8884.

Very truly,

A handwritten signature in cursive script that reads "Samuel Spencer". The signature is written in dark ink and is positioned above the printed name.

Samuel Spencer

ARTICLES OF INCORPORATION
OF
RAINBOW EMBROIDERY, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I, NAME

The name of the corporation shall be RAINBOW EMBROIDERY, INC.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV, REGISTERED AGENT

The address of the initial registered office of the corporation shall be 120 VENETIAN WAY SUITE 15, MERRITT ISLAND, FLORIDA 32953, and the name of the initial registered agent of the corporation at that address is LESLIE J. MIKSCH.

ARTICLE V, TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI, DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is LESLIE J. MIKSCH, 120 VENETIAN WAY SUITE 15, MERRITT ISLAND, FLORIDA 32953.

ARTICLE VII, INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is LESLIE J. MIKSCH, 120 VENETIAN WAY SUITE 15, MERRITT ISLAND, FLORIDA 32953.

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ARTICLE VIII, CORPORATION ADDRESS

The Corporation's initial business address is 120 VENETIAN WAY SUITE 15, MERRITT ISLAND, FLORIDA 32953.

The undersigned incorporator has executed these Articles of Incorporation on JANUARY 19, 2007.


INCORPORATOR, LESLIE J. MIKSCH

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

INCORPORATOR, an individual, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligation of the position of Registered Agent under Section 607.0505, Florida Statutes.


REGISTERED AGENT, LESLIE J. MIKSCH