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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (561)694-8107
Fax Number : (561)694-1639

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

Shoebox Heirlooms, Inc.

Certificate of Status	1
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Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Shoebox Heirlooms, Inc.

Article II. Address

The street and mailing address of the Corporation's initial principal office is:
Shoebox Heirlooms, Inc.
5224 West State Road 46 #318
Sanford FL 32771

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Kevin Downs
118 Majestic Forest Run
Sanford FL 32771

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Kevin Downs

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

Article V. Capital Stock

The Corporation shall have the authority to issue 2000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 15, 2007.

The undersigned incorporator executed these Articles of Incorporation on May 15, 2007.



CORPORATE CREATIONS INTERNATIONAL INC.
Megan Allen Assistant Secretary

Corporate Creations International Inc.
11380 Prosperity Farms Road #221E
Palm Beach Gardens FL 33410
(561) 694-8107

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Shoebox Heirlooms, Inc.

REGISTERED AGENT/OFFICE:

Kevin Downs
118 Majestic Forest Run
Sanford FL 32771

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

MBA Allen
KEVIN DOWNS
by M. B. Allen as attorney-in-fact

Date: 5/15/2007.

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