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(Cit	ty/State/Zip/Phone #)	
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CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW 808 W. DE LEON STREET TAMPA, FLORIDA 33606

Attorney: Craig E. Rothburd Legal Assistant: JoAnn O'Leary Telephone: (813) 251-8800 Telecopier: (813) 251-5042 Sender's e-mail: crothburd@e-rlaw.com

November 21, 2008

Secretary of State Attn: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles of Incorporation of The Scrapbook People Company, Inc. File No. 5855

Dear Clerk:

Please find enclosed Articles of Incorporation of **The Scrapbook People Company, Inc**. and the required filing fee of \$70.00. Please return proof of filing of the Articles of Incorporation in the envelope provided. Thank you in advance for your anticipated cooperation.

Sincerely, CRAIGE, ROTHBURD, P.A. Craig E. Rothburd

CER/jo Enclosure(s)

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ARTICLES OF INCORPORATION OF THE SCRAPBOOK PEOPLE COMPANY

The undersigned hereby associate for the purpose of becoming a corporation for profit under the laws of the State of Florida in compliance with Section 607.0202, Florida Statutes.

I.

The Name of the corporation shall be:

THE SCRAPBOOK PEOPLE COMPANY

II.

The principal office of the corporation and the mailing business address of the corporation shall be:

10517 Greencrest Drive Tampa, Florida 33626

·III.

The purpose for which the corporation is to be formed and the general nature of the corporation's business shall be: to engage in the business of the sales of scrapbook materials and products, as well as to engage in any other activity or business permitted under the laws of the State of Florida.

IV.

The amount of the capital stock of the corporation shall be One Thousand (1,000) Shares of common stock with a par value of \$1.00 per share.

V.

The amount of capital with which the corporation will begin business will be no less than Five Hundred and No/100 (\$500.00) Dollars.

VI.

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock, who shall be entitled to one vote for each share of common stock held by them of record.

VII.

The names and post office addresses of the members of the first Board of Directors, until the first annual meeting of the stockholders are as follows:

ADDRESS:

NAME:

Robert Carney

10517 Greencrest Drive Tampa, Florida 33626

VIII.

The number of directors is to be not less than one nor more than five and the directors need not be stockholders. Any vacancies created in the Board of Directors shall be filled by special meeting of the stockholders.

IX.

The names and post office addresses of the officers of the corporation until the first annual meeting of the stockholders are as follows:

NAME:

ADDRESS:

Robert Carney, Pres/Sec/Treas. 10517 Greencrest Drive Tampa, Florida 33626

X.

The names and post office addresses of each subscriber/incorporator of the Articles of Incorporation and the number of shares of common stock which he or she agrees to take are as follows:

NAME:	ADDRESS:	NUMBER OF SHARES:
Robert Carney	10517 Greencrest Drive Tampa, Florida 33626	510 shares

XI.

The duration of the corporation is to be perpetual.

XII.

The street address corporation's initial registered office and the name of its initial registered agent at that office are as follows:

Initial Registered Agent: Street Address:

Craig E. Rothburd, Esquire 808 W. De Leon Street Tampa, FL 33606-2722

IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation for The Scrapbook People Company, this $\frac{21}{10}$ day of November, 2008.

ROBERT CARNEY INCORPORATOR

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Section 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First that The Scrapbook People Company, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Tampa, County of Hillsborough, State of Florida has named Craig E. Rothburd, Esquire, 808 W. De Leon Street, Tampa, Florida, 33606-2722, City of Tampa, County of Hillsborough, State of Florida, as its agent to accept service of process with this state.

ACKNOWLEDGMENT OF REGISTERED AGENT AND DUTIES PURSUANT TO SECTION 607.0505, FLORIDA STATUTES

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 607, Florida Statutes relative to keeping open said office.

Craig E. Rothburd

APTHOYER AND FILED BUCKEIMAY OF STATE SECREMATY OF STATE