

TRANSMITTAL LETTER

P95000000977

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

RECEIVED
JAN 10 1995
TALLAHASSEE, FL 32314

SUBJECT: NANCY ELLIS DESIGNS, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- \$70.00
- \$78.75
- \$122.50
- \$131.25

FILED
JAN 10 1995 11:18

FROM: NANCY E. CALLAHAN
Name (printed or typed)

341 SE 11th STREET
Address

DEERFIELD BEACH, FL. 33441
City, State & Zip

305-426-5521
Daytime Telephone number

*1/10/95
P95-977*

*Sincerely,
Nancy E. Callahan*

NOTE: Please provide the original and one copy of the articles.

FILED
1955 JUN - 2
MILWAUKEE

ARTICLES OF INCORPORATION
OF
NANCY ELLIS DESIGNS, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract hereby form a Corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is:

NANCY ELLIS DESIGNS, INC.

ARTICLE II

The general nature of the business to be transacted by this Corporation is: The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

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, having a par value of One (\$ 1.00) Dollar per share.

ARTICLE IV

The amount of capital with which this Corporation will begin business is One Hundred (\$100.00) Dollars.

ARTICLE V

The initial post office address of the principal office of this Corporation in the State of Florida is:

341 SE 11th Street
Deerfield Beach, Fl. 33441

ARTICLE VI

The initial registered Resident Agent for the Corporation and the initial address of the Registered Agent is:

Nancy E. Callahan
341 SE 11th Street
Deerfield Beach, Fl. 33441

ARTICLE VII

The stockholders may from time to time move the principal office of this Corporation to any other address in Florida.

ARTICLE VIII

This corporation shall have one (1) director initially, but the number of directors may be increased from time to time, by By-Laws adopted by the stockholders but shall not be less than one (1).

ARTICLE IX

The name and post office address of the first Board of Director is: Nancy E. Callahan
341 SE 11th Street
Deerfield Beach, Fl. 33441

ARTICLE X

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting, by a majority of the stock entitled to vote thereon.

ARTICLE XI

The name and address of the incorporator to these Articles of Incorporation is: Nancy E. Callahan
341 SE 11th Street
Deerfield Beach, Fl. 33441


Nancy E. Callahan

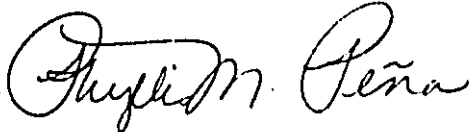
STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared
Nancy E. Callahan

to me known to be the person who subscribed to the

foregoing Articles of Incorporation, and acknowledged before me that he did subscribe hereto for the use and purpose herein mentioned and set forth.

Witness my hand and official seal in the County and State above set forth this 26 day of DECEMBER, 1994.



NOTARY PUBLIC

My Commission Expires:

PHYLLIS M. PEÑA
"NOTARY PUBLIC - STATE OF FLORIDA"
MY COMMISSION EXPIRES 12/31/97
COMMISSION NUMBER 00276339

FILED
1995 JAN -3 11:12

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

IN COMPLIANCE WITH SECTION 48.091, OF THE FLORIDA
STATUTES THE FOLLOWING IS SUBMITTED:

That Nancy Ellis Designs, Inc.
desiring to organize or qualify under the laws of the
State of Florida, with its principal place of business at
CITY OF Deerfield Beach, STATE OF FLORIDA, has named
Nancy E. Callahan
who is located at 341 SE 11th Street
Deerfield Beach, Fl. 33441

as its agent to accept service of process within Florida.

Nancy E. Callahan
Nancy E. Callahan
Date: January 2, 1995

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 if all
Statutes relative to the proper and complete performance
of my duties.

Nancy E. Callahan
Nancy E. Callahan
Registered Agent

Date: January 2, 1995