

P96000008190

MARTIN ACCOUNTING ASSOCIATES
14 N DESOTO AVE ARCADIA FL 33821

December 18, 1995

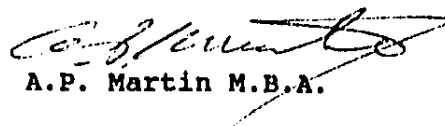
Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee Florida, 32314

800001680448
-01/17/96--01097--001
****122.50 ****122.50

Dear Sir;

Please find enclosed signed articles of incorporation for
Privately Yours Inc. with the required filing fee. Please return one
copy of the filed articles to the registered agent at 14 N. Desoto ave.
Arcadia Fl. 33821

Thank you.


A.P. Martin M.B.A.

789-611-671
W96-1439

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 25 AM 9:43

g/12/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 25 AM 9:43

January 19, 1996

MARTIN ACCOUNTING ASSOCIATES
ATTN: A.P. MARTIN
14 NORTH DESOTO AVENUE
ARCADIA, FL 33821

SUBJECT: PRIVATELY YOURS INC.
Ref. Number: W96000001439

We have received your document for PRIVATELY YOURS INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 596A00002437

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN 25 AM 9:43

ARTICLES OF INCORPORATION
OF
PRIVATELY YOURS INC.

We the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a Corporation under of provisions of Chapter 607 of the Statutes of The State of Florida.

ARTICLE I

The general nature of the business to be transacted by this Corporation shall be as follows:

- a) To engage in any business or economic pursuit not prohibited by the laws of The State of Florida.
- b) To hold, lease, rent or sell such business or businesses, and to do any and all things necessary and pertinent to said business.
- c) To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation necessary or incidental to the protection and benefit of the Corporation, and, in general, either alone or in association with others, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or objects of the Corporation, whether or not such business is similar in nature to the purposes and objects set forth in this Certificate of Incorporation.

ARTICLE II

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this Corporation.

ARTICLE III

The authorized capital stock of this Corporation shall consist of five hundred (500) shares at one (\$1) dollar PER SHARE.

The whole or any part of the capital stock of this corporation shall be payable in lawful money of The United States of America, or property, labor or services at a just valuation to be fixed by the directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the directors.

ARTICLE IV

The amount of capital with which this corporation shall begin business is not less than five hundred (\$500) dollars.

ARTICLE V

This Corporation is to have perpetual existence.

ARTICLE VI

The principal office of this Corporation shall be at:
109 W. Oak St. Arcadia, Florida, 33821.

ARTICLE VII

The number of directors shall be Three, but the by-laws may provide for such increase or decrease in number thereof as is authorized by law.

ARTICLE VIII

The names and Post Office addresses of the members of the First Board of Directors, the President, Secretary, and Treasurer are:

PRESIDENT/Treasurer: Lori Ann Diamond 219 N. Osceola Ave.
Arcadia Florida 33821

VICE PRESIDENT: Nicholas B. Diamond 219 N. Osceola Ave.
Arcadia Florida 33821

SECRETARY: Theron Royal 1906 S W Pax Dugas Rd. Arcadia
Florida 33821

ARTICLE IX

PRESIDENT/Treasurer: Lori Ann Diamond 219 N. Osceola Ave.
Arcadia Florida 33821

VICE PRESIDENT: Nicholas B. Diamond 219 N. Osceola Ave.
Arcadia Florida 33821

SECRETARY: Theron Royal 1906 S W Pax Dugas Rd. Arcadia
Florida 33821

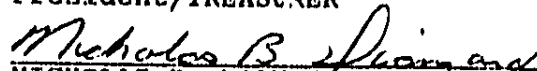
ARTICLE X

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation, and creating, dividing, limiting and regulating the powers of the Corporation, its stockholders and directors are hereby adopted as part of this Certificate of Incorporation.

a) No contract or other transaction of the Corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are parties to or interested in such contract, act or transaction and each and every person who may become a director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested.

IN WITNESS WHEREOF, the undersigned have made and
subscribed to this Certificate of Incorporation at Desoto
County, State of Florida, for the uses and purposes
aforesaid.


LORI ANN DIAMOND
President/TREASURER


NICHOLAS B. DIAMOND
VICE PRESIDENT


THERON D. ROYAL
Secretary

STATE OF FLORIDA)
COUNTY OF DeSoto)

The foregoing instrument was acknowledged before me this
December 22, 1995 (date) by Lori Ann Diamond, Nicholas Diamond
and Theron Royal ave produced
Personal Knowledge as identification and who
did (not) take an oath.

In witness whereof, I have hereunto set my hand and
official seal in the County and State aforesaid, this 22nd
day of December, 1995.

My commission expires:
1995

Joanne S. Brewer
Notary Public



JOANNE S. BREWER
MY COMMISSION # CL 430925 EXPIRES
February 17, 1999
BONDED THROUGH TROY FAIR INS. CO., INC.

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

PRIVATELY YOURS INC.

First, that **PRIVATELY YOURS INC.** organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the Town of Arcadia, County of DeSoto, State of Florida, has named A. P. Martin situated at 14 N. Desoto ave. Town of Arcadia, County of DeSoto, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office.


A. P. Martin M.B.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 PM 9:43