

P960000 48273

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

No 52813

RE:

Land M Treasures Inc

NAME

FIRM

ADDRESS

PHONE ()

Service: Top Priority Regular
One Day Service Two Day Service

To us via Return via

Matter No.: Express Mail No.

State Fee \$ Our \$

Capital Express
Art. of Inc. File
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy(s)

Art. of Amend. File
Dissolution/Withdrawal
C U S-
Fictitious Name File

Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SUBTOTALS

FEE
DISBURSED
SURCHARGE
TAX on corporate supplies
SUBTOTAL
PREPAID
BALANCE DUE

REQUEST TAKEN CONFIRMED APPROVED
DATE 6/6
TIME 9:30
BY 77
CK No.

WALK-IN
Will Pick Up

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION
OF
L AND M TREASURES, INC.

FILED
95 JUN -6 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, competent to contract for the purpose of forming a corporation under provisions of the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME OF CORPORATION

The name of this corporation is L AND M TREASURES, INC.

ARTICLE II

MAILING RESS

The principal place of L. ress and mailing address of this Corporation is:

9018 Mission Oaks Boulevard
Seminole, Florida 34646

Principal place of business: Pinellas County, Florida

ARTICLE III

PURPOSE

The general nature of the business to be transacted and carried on by the corporation is to do any and all of the things hereinafter set forth to the same extent as a natural person might or could do in the State of Florida or any part of the work as principals or agents, or otherwise, alone or in company with

others, without restrictions as to time, place or amount, namely:
To engage in the transaction of any and all lawful business
permitted under the laws of the United States and of the State of
Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of capital stock that the
corporation is authorized to issue is Seven Thousand Five Hundred
(7,500) shares of common stock with a par value of One (\$1.00)
Dollar per share.

ARTICLE V

TERM OF EXISTENCE

The corporation is to have perpetual existence.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office
of this corporation is 9018 Mission Oaks Boulevard, Seminole,
Florida 34646, and the name of the registered agent is
LYNNE M. SPRENKEL.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator to these
Articles is:

LYNNE M. SPRENKEL
9018 Mission Oaks Boulevard
Seminole, Florida 343646

ARTICLE VIII

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall
be vested in the Board of Directors.

ARTICLE IX

RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders, their heirs,
personal representatives or administrator, listed above, may not be
resold or otherwise transferred to other persons unless such shares
are first offered to the remaining shareholders or to the
corporation. The price and terms at which, and the time within
which, such shares may be offered and sold shall be further
specified by written agreement among all of the shareholders of
this corporation.

ARTICLE X

INFORMAL ACTIONS OF DIRECTORS

If all of the directors, severally or collectively, consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI

CALLING OF SPECIAL MEETINGS

Special meetings of shareholders may be called by any member of the Board of Directors.

ARTICLE XII

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of JUNE, 1996.

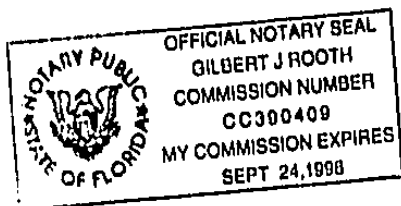
Lynne M. Sprenkel
LYNNE M. SPRENKEL
Incorporator

STATE OF FLORIDA)
)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared LYNNE M. SPRENKEL, who is personally known to me or who has produced a Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that she executed the instrument for the purpose herein expressed.

SWORN TO AND SUBSCRIBED before me this 4th day of June, 1996, in the County and State last aforesaid.


Notary Public, State of Florida



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is:

L AND M TREASURES, INC.

2. The name and address of the registered agent and office is:

LYNNE M. SPRENKEL
9018 Mission Oaks Boulevard
Seminole, Florida 34646

FILED
96 JUN -6 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Lynne M. Sprenkel
LYNNE M. SPRENKEL

June 4, 1996
DATE