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Robert P. Balzebre, Esq.
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Telephone 305 - 662 - 6746

June 2, 1996

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

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-06/06/96--01006--014
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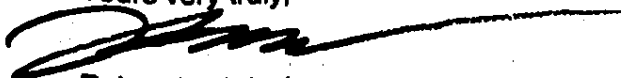
RE: Life Is a Holiday, Inc.
Articles of Incorporation

Dear Sir/Madam,

Please find enclosed Articles of Incorporation for filing with your office along with a check for \$122.50 and a self addressed envelope to return a certified copy of the Articles upon completion of the filing.

Thank you in advance for your cooperation.

Yours very truly,



Robert P. Balzebre

/rpb

96 JUN -5 AM 8:05
FILED
96-10-96
K2
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
LIFE IS A HOLIDAY, INC.

FILED
96 JUN -6 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, acting as incorporators of a corporation under the laws of Florida, adopt the following Articles of Incorporation for such corporation and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

ARTICLE I

The name of this corporation shall be LIFE IS A HOLIDAY, INC.

ARTICLE II

This corporation shall have the following purpose:

To establish, maintain, and carry on any lawful purpose relating to a retail gift and craft store, and to do any other lawful thing necessary or desirable in the interests of the service and convenience of its business customers.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of no par value.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The amount of capital with which the corporation will begin business will be no less than \$500.00.

ARTICLE VI

The principal office of the corporation will be Cauley Square, 22400 Old Dixie Highway, Goulds, FL 33170.

ARTICLE VII

The initial street address of the initial registered office of the corporation will be 9723 Hammocks Blvd. #107, Miami, Florida, 33196, and the name of the initial registered agent of this corporation at that address is Alice M. Connors Suarez.

ARTICLE VIII

The names and addresses of the members of the first Board of Directors are:

ALICE M CONNORS-SUAREZ	9723 Hammocks Blvd. #107 Miami, FL 33196	Pres./Treasurer
LAURA C. ANNEAR	3840 La Playa Blvd. Miami, FL 33133	V.Pres/Secretary

ARTICLE IX

The names and addresses of the persons signing these Articles of Incorporation are as follows:

ALICE M CONNORS-SUAREZ	9723 Hammocks Blvd. #107 Miami, FL 33196
LAURA C. ANNEAR	3840 La Playa Blvd. Miami, FL 33133

ARTICLE X

The first bylaws of the Corporation shall be adopted by the

Board of Directors and may be altered, amended, or rescinded in the manner provided by the bylaws. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation, not inconsistent with the Florida General Corporation Act or these Articles of Incorporation.

We, the undersigned, being the original subscribers to these Articles of Incorporation, do hereby make, subscribe, acknowledge and file these Articles and certify that the facts stated herein are true and have hereunto set our hands and seals, this _____ day of May, 1996.

Jan L. Kelley
Jan L. Kelley
(Printed Name of Witness)

Tom C. Annear
Tom C. Annear
(Printed Name of Witness)

Alice M. Connors-Suarez
ALICE M. CONNORS-SUAREZ

whose address is:
9723 Hammocks Blvd. #107
Miami, FL 33196

Laura C. Annear
LAURA C. ANNEAR

whose address is:
3840 La Playa, Blvd.
Miami, FL 33133

STATE OF FLORIDA

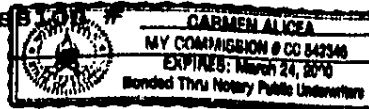
COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared ALICE M. CONNORS-SUAREZ., who is either (a) PERSONALLY KNOWN TO ME, or (b) PRODUCED TO ME AS THEIR IDENTIFICATION FL. DRIVERS LICENSE and which expires on 06-03-98, and who did take an Oath, to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this MAY day of 24, 1996.

Alice M. Connors-Suarez
Carmen L. Alicea

CARMEN L. ALICEA
(Printed Name of Notary Public)
Notary Public
My Commission Expires:

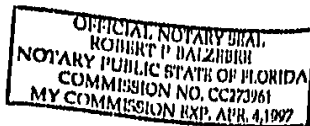


STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared LAURA C. ANNEAR, who is either (a) PERSONALLY KNOWN TO ME, or (b) PRODUCED TO ME AS HIS IDENTIFICATION _____ Driver's License No. _____, which expires on _____, who did take an Oath, and to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State
last aforesaid, this 2 day of JUNE, 1996.



ROBERT BALZAREK
(Printed Name of Notary Public)
Notary Public
My Commission # CC273961
Expires: 4/4/97

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LIFE IS A
HOLIDAY, INC. at Cauley Square, 22400 Old Dixie Highway, Goulds, FL
33170, I hereby agree to act in this capacity, and I further agree
to comply with the provisions of all statutes relative to the
proper and complete performance of all my duties.

ALICE M. CONNORS-SUAREZ,
Registered Agent

FILED
96 JUN -6 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA