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JULY 30, 1996

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FL
JUL 31 1996

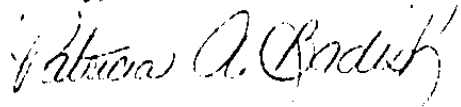
RE: SOMETHING NEW DESIGNS, INC.

To Whom It May Concern:

Please find enclosed an original and two (2) copies of the Articles Of Incorporation, along with the Certificate of Designation of Registered Agent/Registered Office, for the above-referenced matter. I have enclosed a check in the amount of \$131.25 for the filing fee, a certified copy and certificate of same.

Thank you very much for your prompt attention to this matter.

Sincerely,



PATRICIA A. BADISH
1657 SE Burning Lane
Port St. Lucie, FL 34952
Daytime Telephone No: (561) 337-0703

Enclosures

FILED
95 AUG -5 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-9-96
KR

**ARTICLES OF INCORPORATION
OF
SOMETHING NEW DESIGNS, INC.**

FILED
26 AUG-5 4:11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is:

SOMETHING NEW DESIGNS, INC.

ARTICLE II - PURPOSE AND DURATION

This corporation is organized for the general purpose of selling homemade/crafted and/or wholesale items to the public and/or businesses and to engage in any and all other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue only one class of shares of stock which shall be designated common stock. The total number of shares it is authorized to issue is 100 shares with a par value of \$1.00 per share.

ARTICLE IV - PRINCIPAL OFFICE OF CORPORATION

The principal office of this corporation is 1657 SE Burning Lane, Port St. Lucie, Florida 34952, which is the mailing address for this corporation.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation for service of process is 1657 SE Burning Lane, Port St. Lucie, Florida 34952, and the name of the initial registered agent of this corporation is Patricia A. Badish.

ARTICLE VI - INITIAL OFFICERS

This corporation shall have 3 officer(s) initially. The number and duties of officers may be either increased or diminished from time to time by the bylaws but shall never be less than a president or executive officer and a secretary. The names and addresses of the initial officers of this corporation are:

President:	Patricia A. Badish 1657 SE Burning Lane Port St. Lucie, FL 34952
Secretary:	Patricia A. Badish 1657 SE Burning Lane Port St. Lucie, FL 34952
Treasurer:	Patricia A. Badish 1657 SE Burning Lane Port St. Lucie, FL 34952

ARTICLE VII - INCORPORATORS

The name and address of the initial incorporator, who is signing these Articles, is:

Patricia A. Badish
1657 SE Burning Lane
Port St. Lucie, FL 34952

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions 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 subscriber has executed these
Articles of Incorporation this 30th day of JULY, 1996.


PATRICIA A. BADISH, Incorporator

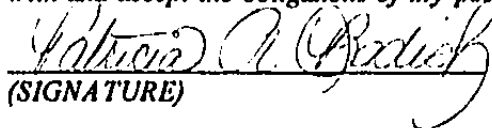
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED 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: **SOMETHING NEW DESIGNS, INC.**
2. The name and address of the registered agent and office is:

**PATRICIA A. BADISH
1657 SE Burning Lane
Port St. Lucie, FL 34952**

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.


(SIGNATURE)


(DATE)

TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

FILED
95 AUG -6 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA