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PRINCIPAL SUBJECT STREET TRANSPORTED BOOK TO BE SUBJECT TO

REFERENCE | 072193

7115133

AU"HORIZATION i '

COST LIMIT: \$ 70.00

ORDER DATE: August 30, 1996

ORDER TIME : 10:02 AM

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ORDER NO. : 072193

CUSTOMER NO:

7115133

CUSTOMER: Mr. Victor Diorio

MR. VICTOR DIORIO

159 Nw 152 Lane

Pembroke Pines, FL 33028

DOMESTIC FILING

NAME:

MARTHA'S WEB BOUTIQUE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

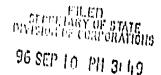
CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

MARTHA'S WEB BOUTIQUE, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MARTHA'S WEB BOUTIQUE, INC.

The address of the principal office of this corporation shall be 159 Northwest 152nd Lane, Pembroke Pines, Florida 33028, and th: mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 159 Northwest 152nd Lane, Pembroke Pines, Florida 33028, and the name of the initial registered agent of the corporation at that address is Victor Diorio.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Victor Diorio Dir.

159 Northwest 152nd Lane Pembroke Pines, Florida 33028

ARTICLE VII. INCORPORATOR

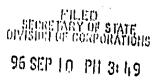
The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on September 10, 1996.

Incorporator'/
It's Agent, Deborah D. Skipper

ADM/das



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Victor Diorio, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

MARTHA'S WEB BOUTIQUE, INC.

Victor Diorio is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Typed Name: Victor Diorio