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PREMIER HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 109395 4387878

AUTHORIZATION : *Patricia Pzyt*

COST LIMIT : \$ 70.00

ORDER DATE : October 4, 1996

ORDER TIME : 10:08 AM

800001965178

ORDER NO. : 109395

CUSTOMER NO: 4387878

CUSTOMER: John P. Morrissey, Esq
BOYES & FARINA, P.A.

Suite 900
1601 Forum Place
West Palm Beach, FL 33401

FILED
96 OCT -4 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: EILEEN MILLER DESIGNS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Thelmon Washington

EXAMINER'S INITIALS:

509.
W96-21022

KR
10-7-96

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DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 4, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: EILEEN MILLER DESIGNS, INC.
Ref. Number: W96000021022

We have received your document for EILEEN MILLER DESIGNS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The corporate name must be identical throughout the document.

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: 796A00045461

RESUBMIT

Please give original
submission date as file date.

DIVISION OF CORPORATION

96 OCT -4 PM 4: 22

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**ARTICLES OF INCORPORATION
OF
EILEEN MILLER DESIGNS, INC.**

FILED
96 OCT -4 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as the sole incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation.

Article I -- Name

The name of this corporation shall be EILEEN MILLER DESIGNS, INC.

Article II -- Duration

The period of duration of this corporation is perpetual.

Article III -- Purpose

The purpose or purposes for which this corporation is organized is or are to engage in any activity or business permitted under the laws of the United States of America or of the State of Florida.

Article IV -- Authorized Shares

The aggregate number of shares that this corporation shall have the authority to issue is three thousand (3,000) shares of capital stock with at least a nominal value per share.

An initial issue of one thousand (1,000) shares of the capital stock of this corporation shall be issued for a nominal cash value per share.

The sum of the value of all shares of capital stock of this corporation that have been issued shall be the stated capital of this corporation at any particular time.

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the board of directors, dividends payable in either cash, in property, or in shares of the capital stock of this corporation.

The shares of this corporation are not to be divided into classes.

This corporation is not authorized to issue shares in series.

Article V -- Registered Agent

The initial street address of the initial registered office of this corporation is 4375 Sanctuary Lane, Boca Raton, Palm Beach County, Florida 33431, and the name of the initial registered agent at such address is EILEEN MILLER.

Article VI -- Directors

The initial board of directors of this corporation shall consist of one (1) member, who need not be a resident of the State of Florida or a shareholder of this corporation.

The name and address of the person who shall serve as director of this corporation until the first annual meeting of the shareholders, or until her successors shall have been elected and qualified, is as follows: EILEEN MILLER, of 4375 Sanctuary Lane, Boca Raton, Palm Beach County, Florida 33431.

Article VII -- Incorporators

The name and address of the initial incorporator of this corporation is as follows: EILEEN MILLER, of 4375 Sanctuary Lane, Boca Raton, Palm Beach County, Florida 33431.

Article VIII -- Voting Requirement

An affirmative vote of two-thirds (2/3) of the shares of this corporation shall be required for any shareholder action.

Article IX -- Adoption and Amendment

The shareholders of this corporation shall have the power to adopt, amend, alter, change, or repeal the articles of incorporation when proposed and approved at a shareholders' meeting, with a vote of not less than two-thirds (2/3) of the shares of this corporation.

Article X -- Preemptive Rights

The holders of the capital stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the board of directors, such of the shares of the stock of this corporation as may be issued for money, property or services, from time to time, in addition to that stock which is authorized and issued by this corporation. The preemptive rights of any holder shall be determined by the ratio of the authorized and issued shares of capital stock held by the holder to all of the shares of capital stock currently authorized and issued.

Article XI -- Principal Office

The address of the principal office of this corporation is 4375 Sanctuary Lane, Boca Raton, Palm Beach County, Florida 33431.

Article XII -- Cumulative Voting

The shareholders of this corporation shall be allowed to vote their shares cumulatively so as to give one shareholder as many votes as the number of directors to be elected multiplied by the number of said shareholder's shares, and to distribute them among as many candidates as said shareholder may

wish. Notice must be given by any shareholder to the president or vice president of this corporation not less than twenty four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his or her vote at said election.

IN WITNESS WHEREOF, the undersigned have executed these articles of incorporation at West Palm Beach, Palm Beach County, Florida, on the 3rd day of October, 1996.

Eileen Miller
EILEEN MILLER, Incorporator

10-3-96
Date

OATH AND ACCEPTANCE OF RESIDENT AGENT

FILED
96 OCT -4 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared EILEEN MILLER (hereinafter referred to as "Affiant"), who upon being duly sworn, deposes and says as follows:

1. The Affiant has been designated as the registered agent of EILEEN MILLER DESIGNS, INC., pursuant to the Articles of Incorporation for that corporation which were executed at West Palm Beach, Palm Beach County, Florida, on October 3, 1996.
2. The Affiant's residence and mailing address is as follows: 4375 Sanctuary Lane, Boca Raton, Palm Beach County, Florida 33431.
3. The Affiant is familiar with and accepts the obligations under Section 607.0505 of the Florida Statutes in connection with her designation as the registered agent of MILLER DESIGNS, INC.

FURTHER AFFIANT SAYETH NOT.

Eileen Miller
EILEEN MILLER, Affiant

SWORN TO and subscribed before me on this 3rd day of October, 1996, by EILEEN MILLER, who is personally known to me and who did take an oath.

Maya Summers
NOTARY PUBLIC
Print Name: _____
My Commission Number: _____
My Commission Expires: _____

