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LAW OFFICES OF
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PLEASE REPLY TO:
TARPON SPRINGS

September 11, 1996

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

000001948090
-09/16/96--01054--012
****122.50 ****122.50

RE: SELF ESTEEM, INC.


To Whom It May Concern:

Please find enclosed two (2) sets of Articles of Incorporation for Self Esteem, Inc., for filing, together with a check for \$122.50 in payment of the following:

Filing Fees	\$35.00
Certified Copy	\$52.50
Registered Agent Designation	\$ 35.00
	<hr/>
	\$122.50

When these have been filed, please return a certified copy to me with the self-addressed envelope that I have provided. Thank you for your assistance.

Sincerely,
MANUEL N. LINDIAKOS, P.A.


MANUEL N. LINDIAKOS, ESQUIRE
mnl/dp
Enclosures

2 Sets of Articles
Check

FILED
96 NOV 14 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mc 11-14-96 W96-19540



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 17, 1996

MANUEL N. LINDIAKOS, P.A.
222 EAST TARPON AVE.
TARPON SPRINGS, FL 34689

SUBJECT: SELF ESTEEM, INC.
Ref. Number: W96000019540

We have received your document for SELF ESTEEM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6067.

Neysa Culligan
Document Specialist

Letter Number: 896A00043059

ARTICLES OF INCORPORATION
OF
SELF ESTEEM, INC.

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under the Florida Business Corporation Act (the "Act"), as follows:

I.
Name

The name of the Corporation is **SELF ESTEEM, INC.**

II.
Term of Existence

The date when corporate existence will commence is November 7, 1996 in accordance with the provisions of Section 607.0203(1) of the Act, and the Corporation will have perpetual existence thereafter.

III.
Principal Office

The principal office of the Corporation is 10212 St. Road 54, Hudson, Florida 34669.

IV.
PURPOSES AND POWERS

The Purpose of the corporation is to do any and all lawful business for which corporations may be incorporated under the laws of Florida.

V.
Capital Stock

The Corporation is authorized to issue 100 shares of one dollar par value common stock, which be designated Common Stock.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VI.

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 10212 St. Road 54, Hudson, Florida 34669, and the name of its initial registered agent at such address is Veronica Yuhaza.

VII.

Directors

The Corporation will have 1 director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least 1 but no more than 5 directors. The names and addresses of the initial directors of the Corporation, who will serve until their successor(s) are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Veronica Yuhasz	10212 St. Road 54 Hudson, Florida 34669

VIII.

Incorporator

The name and address of the incorporator signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Veronica Yuhasz	10212 St. Road 54 Hudson, Florida 34669

IX.

Preemptive Rights

Each shareholder of the Corporation will have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the Corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at the time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights will be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the Corporation within thirty (30) days of receipt of written notice from the Corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his other preemptive rights by affirmative written notice of waiver within 30 days of receipt of notice of the Corporation's issuance of shares.

X.
Affiliated Transactions

Pursuant to the provisions of 607.0901(5)(a) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding affiliated transactions as set forth in Section 607.0901 of the Act and, therefore, the terms of such section of the Act will not apply with respect to the approval, adoption, authorization, ratification or effectuation of any affiliated transactions involving the Corporation.

XI.
Control Share Acquisitions

Pursuant to the provisions of Section 607.0902(5) of the Act, the Corporation elects not to be governed by the requirements or other provisions regarding control-share acquisitions described in Section 607.0902 of the Act. Therefore, the terms and provisions of Section 607.0902 will not apply with respect to any control-share acquisition of any equity securities of the Corporation will have any and all other rights and all other rights and privileges available under the Act.

XII.
Bylaws

The power to adopt, alter, amend or repeal bylaws will be vested in the Corporation's Board of Directors.

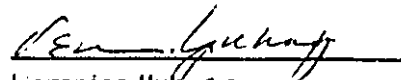
XIII.
Indemnification

The Corporation will indemnify any director or officer or any former director or officer, to the fullest extent permitted by law.

XIV.
Amendment

These Articles of Incorporation may be amended in the manner provided by law.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on 11-9-96, 1996.


Veronica Yuhasz
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I 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 my duties.

Dated: 11-9-96


Veronica Yuhasz

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96 NOV 14 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA