TRANSMITTAL LETTER

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Description of Caperations Discon of Caperations H.O. Box 6927 callahassee, FL 32314			7/

BJECT:	IMPERIAL ENTERPRISES, INC. (Proposed corporate name - must include suffix)					
		200	000200477 -11/14/960108 ******8.75 **			
losed is an original a	and one(1) copy of the article	s of incorporation and a	check for :			
\$70.00	∑ (\$78.75	\$122.50	\$131.25			
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate			
	Filing Fee		Certified Copy & Certificate			
	Filing Fee & Certificate VALERIE G. DUA	& Certified Copy ADDITIONAL CO	Certified Copy & Certificate PY REQUIRED			
Filing Fee	Filing Fee & Certificate	& Certified Copy ADDITIONAL CO RTE d or typed)	Certified Copy & Certificate			

(941) 597-3214

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 18, 1996

VALERIE G. DUARTE 1171 IMPERIAL DRIVE NAPLES, FL 34110

SUBJECT: IMPERIAL ENTERPRISES, INC.

Ref. Number: W96000024401

We have received your document for IMPERIAL ENTERPRISES, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6934.

Letter Number: 096A00052486

Loria Poole Corporate Specialist

ARTICLES OF INCORPORATION

The undersigned incorporated, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be: IMPERIAL WORLD PRODUCTS ENTERPRISES INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 1171 Imperial Drive
Naples, Florida 34110

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500 shares of common stock with a par value of One and 00/100 Dollar (\$1.00) amounting in the aggregate to Seven Thousand Five Hundred and 00/100 Dollars (\$7,500.00)

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Valerie G. Duarte 1171 Imperial Drive Naples, FL 34110

ARTICLE V - INCORPORATORS

The names and addresses of the Incorporators of these Articles of Incorporation are:

Valerie G. Duarte 1171 Imperial Drive Naples, FL 34110

Max Duarte 1171 Imperial Drive Naples, FL 34110

ARTICLE VI - PURPOSE

The purpose of the corporation is to purchase, or otherwise acquire, sell, distribute and deal in goods, wares, services, merchandise and materials supplied by the AMWAY

Corporation. The foregoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Florida.

ARTICLE VII - FISCAL YEAR

The calendar year will be the corporation fiscal year.

ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation are two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders are as follows:

> Max Duarte 1171 Imperial Drive Naples, FL 34110

Valerie G. Duarte 1171 Imperial Drive Naples, FL 34110

The undersigned Incorporators have executed these Articles of Incorporation this __// _ day of __/overbea. 1996.

Valerie G. Duarte

Max Duarte

Max Duarte

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: IMPERIAL WORLD PRODUCTS	ENTERPRISES INC.
2.	The name and address of the registered agent and office is:	
	Valerie G. Duarte	96 DEC
	(NAME) 1171 Imperial Drive	DEC -2 PH
	(P.O. Box or Mail Drop Box NOT ACCEPTABLE) Naples, FL 34110	LORIDA STATE STATE
	(CITY/STATE/ZIP)	

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.

Valerie G. Musite November 11, 1996
(SIGNATURE) (DATE)