

P97000003992

LAW OFFICES
OF
RICHARD L. LAMB

1517 20TH STREET
VERO BEACH, FLORIDA
32960

MAILING:
P.O. BOX 6704
VERO BEACH, FLORIDA
32961-6704

FILED

97 JAN -9 AM 10:09

SECRET
TALLAHASSEE, FLORIDA

(561) 569-8040
FAX (561) 569-4455
E-MAIL/INTERNET
LAMB@IU.NET

January 7, 1997

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

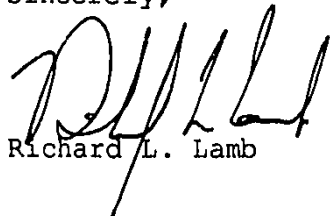
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*****70.00 *****70.00

Re: THE VANESSA COLLECTION, INC.

Enclosed are the original and one copy of the articles of
incorporation for the above-named proposed Florida Corporation.
Also enclosed is a check in the amount of \$70.00, representing the
fees for filing.

Thank you for your assistance in this matter.

Sincerely,


Richard L. Lamb

TH
1-15-97

**ARTICLES OF INCORPORATION
OF
THE VANESSA COLLECTION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
CORPORATE NAME**

The name of this corporation is THE VANESSA COLLECTION, INC.

**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
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation are 200 St. Andrews Blvd., Winter Park, Florida 32792.

**ARTICLE IV
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000.

**ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are:

Richard L. Lamb
1517 20th Street
P.O. BOX 6704
Vero Beach, Florida 32961-6704

**ARTICLE VI
INCORPORATORS**

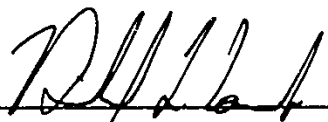
The name and address of the incorporator to these articles of incorporation are:

Richard L. Lamb
1517 20th Street
P.O. BOX 6704
Vero Beach, Florida 32961-6704

**ARTICLE VII
TERM OF EXISTENCE**

This corporation is to exist perpetually.

The undersigned has executed these articles of incorporation on January 7, 1997.


Richard L. Lamb, Incorporator

Pursuant to the provisions of F.S. 607.0501, 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 THE VANESSA COLLECTION, INC.

2. The name of the registered agent is Richard L. Lamb.

3. The address of the registered agent/registered office is:

1517 20th Street
P.O. BOX 6704
Vero Beach, Florida 32961-6704

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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 duties, and I am familiar with and accept the obligations of my position as registered agent.


By: Richard L. Lamb

Date: January 7, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA