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March 7, 1997

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Cornucopia Collection, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-named Corporation. Also, enclosed is my Trust Account check in the sum of \$122.50. Please return a certified copy to me in the envelope provided. Thank you.

If you have any questions regarding this matter, please do not hesitate to contact me.

Very truly yours,

Julie Eason Smith

JULIE EASON SMITH, P.A.

JES/lh
enclosures

3/13/97
LB

FILED
97 MAR -7 12 11:39
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CORNUCOPIA COLLECTION, INC.**

FILED
MAR - 7 AM 11:39
CLERK OF COURT
JANUARY 1989

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

ARTICLE I

NAME: The name of the corporation is:

CORNUCOPIA COLLECTION, INC.

ARTICLE II

PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be:

1550 S. Orlando Avenue
Maitland, Florida 32751

ARTICLE III

SHARES: The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS: The name and address of the initial registered agent is:

Robert D. Aboud
115 Goshawk Trail
Winter Springs, Florida 32708


ARTICLE V

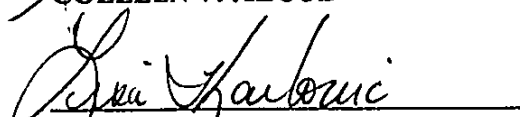
INCORPORATOR: The name and street address of the incorporator to these Articles of Incorporation is:

Colleen V. Aboud
115 Goshawk Trail
Winter Springs, Florida 32708

Lisa Karlovic
104 Atrium Court
Winter Springs, Florida 32708

The undersigned incorporators have executed these Articles of Incorporation this ____
day of March, 1997.


COLLEEN V. ABOUD


LISA KARLOVIC

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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.

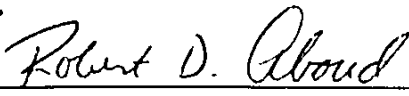
1. The name of the corporation is:

CORNUCOPIA COLLECTION, INC.

2. The name and address of the registered agent and office is:

Robert D. Aboud
115 Goshawk Trail
Winter Springs, Florida 32708

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.


ROBERT D. ABOUD

Date: 3/6, 1997

FILED
97 MAR -7 PM 11:39
TALLAHASSEE, FLORIDA