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CR2E031 (R8-85)

ARTICLES OF INCORPORATION OF JOY AND LOVE, INC.

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The undersigned incorporator to these articles into the control of incorporation hereby forms a corporation (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name

The name of the corporation is: JOY AND LOVE, INC.

ARTICLE II

Term of Existence

The date when corporation existence shall commence shall be the date of the filing of these articles of incorporation by the offices of the Florida Department of State and the Corporation shall have perpetual existence thereafter

ARTICLE III

Nature of Business

The Corporation is organized to engage in every aspect of the business of producing, selling, marketing artwork, including but limited to greeting cards, stationery, clothing, fabrics, linen and any other business permitted by law.

ARTICLE IV Capital Stock

The Corporation is authorized to issue 100 shares of no par value common stock, which shall be designated common shares. Said shares are owned as follows:

Line Doucet--50 Shares, Bertha (Jennifer) Knotts--50 shares

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 315 11th St., West Palm Beach, FL 33401, and the name of its initial registered agent at such address is Michael S. Mersky, Esq.

ARTICLE VI

Directors

The Corporation shall have two (2) directors initially. The number of directors may be increased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The names and addresses of the initial directors of the Corporation who shall serve

JOY AND LOVE, INC. Page 2

until their successors are duly elected and qualified are:

Name

Address

Line Doucet

27 Tropical Drive

Ocean Ridge, FL 33435

Bertha (Jennifer) Knotts

18037 SE Heritage Drive Tequesta, FL 33469

ARTICLE VII

Principal Place of Business

The principal place of business of this Corporation shall be P.O. BOX 1051, Boynton Beach, FL 33425-1051, which also shall be its mailing address. The Board of Directors may from time to time move the place of business of this Corporation.

ARTICLE VIII

Incorporator

The name and address of the incorporators signing these articles of incorporation are: Line Doucet, 27 Tropical Drive, Ocean Ridge, FL 33435 and Bertha (Jennifer) Knotts 18037 SE Heritage Drive, Tequesta, FL 33469.

ARTICLE IX

Voting Trusts

No shareholder of the Corporation shall enter into a voting trust agreement or any other type of agreement vesting in another person the authority to exercise the voting power of any or all of his shares.

ARTICLE X

Bylaws

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

ARTICLE XI

Amendment

These articles of incorporation may be amended in the manner provided by law.

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JOY AND LOVE, INC. Page 3

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IN WITNESS WHEREOF, the undersigned incorporator has ALL ANDSE TORIDA executed these articles of incorporation this ALL ANDSE TORIDA day of March

1997.

LINE DOUCET

The foregoing articles of incorporation were acknowledged before me this _____ day of March 1997, by Line Doucet and Bertha (Jennifer) Knotts (personally known _____ or produced as identification

My Commission Expires:

Notary Public Forest State of Florida Economics of Florida Eco

ACCEPTANCE BY REGISTERED AGENT

Having been named registered agent and having been designated to accept service of process for the corporation, at the place designated as the registered office, I hereby agree to serve as registered agent, to comply with all laws regarding the performance of my duties, and to accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated this 18th day of March 1997.

MICHAEL S. MERSKY, ESQ.