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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA
CONTACT: JULIO C EXQUIVEL
PHONE: (813)977-5203

ACCT#: 105404002242

FAX #: (813)632-2797

NAME: JO-ANN CREATIONS, INC.

AUDIT NUMBER.....H97000009584

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Jo-Ann Creations, Inc.

Article II. Address

The mailing address of the Corporation is:
Jo-Ann Creations, Inc.
8750-11 Gladiolus Drive
Fort Myers FL 33908

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Jo-Ann Millage

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Carmen Dellutri | FL Bar Member 0044385
Epperson & Associates
11430 Cleveland Avenue
Fort Myers FL 33907
941-278-3700

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Carmen Dellutri
Epperson & Associates
11430 Cleveland Avenue
Fort Myers FL 33907

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective June 11, 1997

The undersigned incorporator executed these Articles of Incorporation on
June 11, 1997


CARMEN DELLUTRI
by J.C. Esquivel as attorney-in-fact

Carmen Dellutri | FL Bar Member 0044385
Epperson & Associates
11430 Cleveland Avenue
Fort Myers FL 33907
941-278-3700

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Jo-Ann Creations, Inc.

REGISTERED AGENT/OFFICE:

**Corporate Creations
15210 Amberly Drive • Suite 328
Tampa FL 33647**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


**Corporate Creations
Julio C. Esquivel, President**

Date: June 10, 1997

**Carmen Dellutri | FL Bar Member 0044385
Epperson & Associates
11430 Cleveland Avenue
Fort Myers FL 33907
941-278-3700**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA