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ALSO ADMITTED TO
PRACTICE IN
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June 17, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Re: Moda at Home, Inc.

500002216745--1
-06/19/97--01011--010
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed is my check in the amount of \$122.50 made payable to "Department of State" to cover the filing fee as follows:

\$ 35.00 - Filing fee
52.50 - Certified copy
35.00 - Registered Agent Designation
\$122.50

Please return a certified copy of these Articles of Incorporation to me at the above address. Thank you for your assistance in this matter.

Very truly yours,

David C. Levenreich

DCL:mlh

Enclosures

cc: Margaret Knutsson via facsimile transmission

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
67 JUN 19 AM 11:47

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6-19-97

ARTICLES OF INCORPORATION
OF
MODA AT HOME, INC.

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DIVISION OF CORPORATIONS

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ARTICLE I - Name

The name of this corporation is MODA AT HOME, INC.

ARTICLE II - Street Address and Mailing Address

The street address of this corporation is 525 Indian Rocks Road, Belleair Bluffs, Florida 33770; the mailing address of this corporation is 525 Indian Rocks Road, Belleair Bluffs, Florida 33770.

ARTICLE III - Duration

This corporation shall have perpetual existence.

ARTICLE IV - Purpose

This corporation is organized to include the transaction of any or all lawful business for which it may be incorporated under Florida Statutes, Chapter 607, as presently enacted and as it may be amended from time to time.

ARTICLE V - Capital Stock

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Shares".

ARTICLE VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 525 Indian Rocks Road, Belleair Bluffs, Florida 33770, and the name of the initial registered agent of this corporation at that address is Margaret Knutsson.

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>Name</u>	<u>Address</u>
Margaret Knutsson	525 Indian Rocks Road Belleair Bluffs, Florida 33770

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles are Margaret Knutsson, 525 Indian Rocks Road, Belleair Bluffs, Florida 33770.

ARTICLE IX - Indemnification

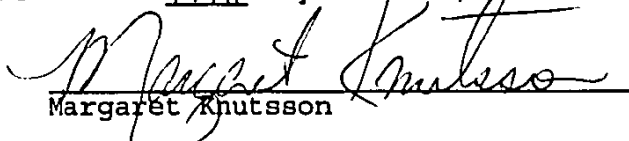
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DIVISION OF CORPORATIONS

The corporation shall indemnify any officer or director to the full extent permitted by law. JUN 19 11:47

ARTICLE X - Amendment

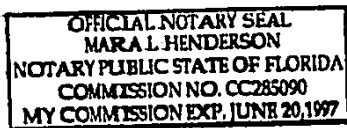
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

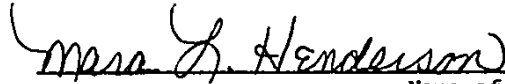
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 17TH day of June, 1997.


Margaret Knutsson

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 17TH day of June, 1997, by Margaret Knutsson, who is personally known to me ~~or who has produced~~ as identification.



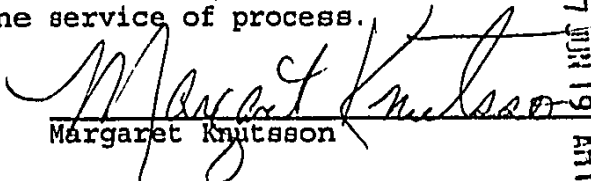

Name of Notary
Notary Public - State of Florida
Commission No. _____
My Commission Expires: _____

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA**

Pursuant to Florida Statutes, §48.091, MODA AT HOME, INC., desiring to organize under the laws of the State of Florida, hereby designated Margaret Knutsson, located at 525 Indian Rocks Road, Belleair Bluffs, Florida 33770, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Florida Statutes, §48.091(2), relative to maintaining an office for the service of process.


Margaret Knutsson
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