

LAW OFFICES OF
CHIUMENTO, BRAUNSTEIN, GUNTARP & EMERY, P.A.

Michael D. Chiumento
Richard Braunstein
Paul M. Guntharp, Jr.
Ann-Margret Emery
Jerome Rotenberg

Reply To:
4 Old Kings Road North
Suite B
Palm Coast, FL 32137
(904) 445-8900
Fax (904) 445-6702

1 Corporate Drive
Suite 248
Palm Coast, FL 32151
(904) 445-2678
Fax (904) 446-6318

P97000070743
August 12, 1997

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

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-08/14/97--01086--014
****122.50 ****122.50

Re: Designs By Patricia & Co.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation concerning Designs By Patricia & Co., together with our firm's check in the amount of \$122.50 representing your filing fee. If all is in order, kindly file the Articles and return a certified copy of same to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

Karolyn Sheekey

Karolyn Sheekey
Secretary

encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 14 AM 8:16

BROWN AUG 15 1997

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
DESIGNS BY PATRICIA & CO.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 14 AM 8:17

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation is:
DESIGNS BY PATRICIA & CO.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

1,000 Common No Par Value

FIFTH: The street and mailing address of the initial principal office of this corporation shall be:

345-347 W. Granada Blvd.
Ormond Beach, FL 32174

SIXTH: The street address of the initial registered office of the corporation and the name of its initial registered agent at such address is:

Jerome Rotenberg
4B Old Kings Road North
Palm Coast, FL 32137

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DIVISION OF CORPORATIONS
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SEVENTH: The name and address of each incorporator is:

NAME	ADDRESS
Jerome Rotenberg	4B Old Kings Road North Palm Coast, FL 32137

Acceptance by the Registered Agent:

Jerome Rotenberg is familiar with and accepts the obligations provided for in §607.0505.

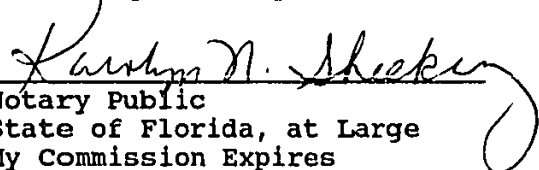
Dated: July 31, 1997.


Jerome Rotenberg

Jerome Rotenberg
Incorporator

STATE OF FLORIDA
COUNTY OF FLAGLER

The foregoing instrument was acknowledged before me this 31 day of July, 1997 by Jerome Rotenberg who is personally known to me and did not take an oath.


Notary Public
State of Florida, at Large
My Commission Expires



4:00 PM

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4:04 PM
PUBLIC ACCESS SYSTEM

TO: DIVISION OF CORPORATIONS

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

FAX #: (305) 541-3770

AUDIT NUMBER.....H97000013441

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

CERT. OF STATUS..0

PAGES 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST. CHARGE..	\$122.50
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NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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(5)

ARTICLES OF INCORPORATION

OF

TMAC WORKS, INC.

ARTICLE I - NAME

The name of this corporation is TMAC WORKS, INC..

ARTICLE II - PURPOSE

The corporation shall be authorized to transact all legal business of any nature.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

Number of Shares Authorized	Par Value Per Share	Class of Stock
1,000	\$1.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and mailing office of this corporation is:

190 NE 199th Street, Suite 104
Miami, Florida 33179

Ronald R. Fieldstone, Esq.
Fieldstone Lester & Shear
200 S. Biscayne Blvd., Suite 2100
Miami, Florida 33131
Florida Bar No. 180299
(305) 982-1555

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and the name and address of the initial registered agent of this corporation is:

Name	Address
Tracy MacGregor	190 NE 199th Street, Suite 104 Miami, Florida 33179

ARTICLE VI - COMMENCEMENT

This corporation shall commence on the date on which these Articles are filed with the Secretary of State.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one 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. The names and addresses of the initial directors of this corporation are:

Name	Address
TRACY MACGREGOR	190 NE 199th Street, Suite 104 Miami, Florida 33179

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Name	Address
TRACY MACGREGOR	190 NE 199th Street, Suite 104 Miami, Florida 33179

ARTICLE IX - BY-LAWS

The power to alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

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ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of August, 1997.

[Signature]
Incorporator

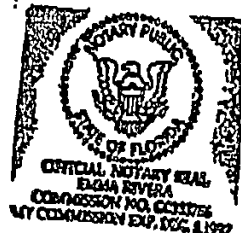
STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared TRACY MACGREGOR, who is known to me or who has produced _____ as identification and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14th day of AUGUST, 1997.

[Signature]
Notary Public, State of Florida

Notarial Seal:



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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: TMAC WORKS, INC.

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

Tracy MacGregor
190 NE 199th Street
Suite 104
Miami, Florida 33179

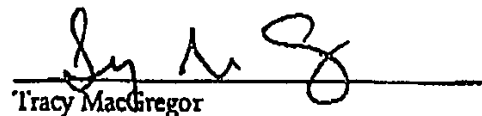


TRACY MACGREGOR

Title: Incorporator

Date: 8/12, 1997

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.



Tracy MacGregor

Date: 8/12, 1997.

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