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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- 11/3, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Subject: ATHENA LEATHER DESIGNS, Inc.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and a check in the amount of \$70.

From: Tania Pendarakis  
2851B Par Lane  
Tallahassee, FL 32301

Sincerely,

*T. Pendarakis*  
Tania Pendarakis

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Will wait

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

P. Hall NOV -3 1997

Articles of Incorporation  
of

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ATHENA LEATHER DESIGNS, INC.  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation act, hereby adopt the following articles of Incorporation.

Article I: Name

The name of the corporation shall be:

~~Athena Company~~ ATHENA LEATHER DESIGNS, INC.

Article II: Principle Office

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

2851B Par Lane  
Tallahassee, FL 32301

Article III: Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares

Article IV: Initial Registered Agent and Address

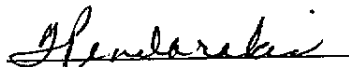
The name and address of the initial registered agent is:

Tania Pendarakis  
2851B Par Lane  
Tallahassee, FL 32301

Article V: Incorporators

The Undersigned have executed these articles of Incorporation this 3 day of NOVEMBER 1997.

Tania Pendarakis



Certificate of Registration

Registered Agent/Registered Office

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 agent/registered office, in the state of Florida.

1. The name of the corporation is:

~~ATHENA LEATHER DESIGNS, INC.~~ ATHENA LEATHER DESIGNS, INC.

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

Tania Pendarakis  
2851B Par Lane  
Tallahassee, FL 32301

Tania Pendarakis  
Signature

11/3/97  
Date

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.

Tania Pendarakis  
Signature

11/3/97  
Date