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ATTN: BECKY

1/07/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4601

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305) 358-2571

ACCT#: 070744001530

FAX #: (305) 358-7832

NAME: DIANNE JOYCE DESIGN COMPANY
AUDIT NUMBER.....H98000000329
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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Same owner as Dianne Joyce Groun



B. McKnight JAN 07 1998

please rush me!

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H98-329

ARTICLES OF INCORPORATION

Article 1: Name of Corporation DIANNE JOYCE DESIGN COMPANY
Address of Corporation 3700 PARK AVENUE
COCONUT GROVE, FLORIDA 33133

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: RICHARD A. BERKOWITZ
and
REGISTERED OFFICE: ONE SE THIRD AVENUE 15th FLOOR
MIAMI, FLORIDA 33131

I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.


Signature of Registered Agent 1/5/98
Date

Article 4: The BOARD of DIRECTORS are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, Sec/Treasurer.
1. DIANNE JOYCE
3700 PARK AVENUE
COCONUT GROVE, FL 33133

Article 5: The Name and Address of the INCORPORATOR is:
DIANNE JOYCE
3700 PARK AVENUE
COCONUT GROVE, FL 33133

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H98-329
In witness whereof, I have subscribed my name


Signature of Incorporator
DIANNE JOYCE

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571