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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

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

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: TASSEL TIME, INC.

AUDIT NUMBER.....H98000002118

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

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 2, 1998

EMPIRE

SUBJECT: TASSEL TIME, INC.
REF: W98000002232

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You failed to make the correction(s) requested in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register
Corporate Specialist Supervisor

FAX Aud. #: H98000002118
Letter Number: 498A00005769

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ARTICLES OF INCORPORATION

of

TASSEL TIME, INC.

ARTICLE I - Name

The name of the corporation is:

TASSEL TIME, INC.

ARTICLE II - Duration

This corporation shall exist perpetually, beginning on the date of incorporation.

ARTICLE III - Purpose

The nature of the business or purposes to be conducted or promoted are: to manufacture, design, construct, own, use, buy, sell, lease, hire and deal in and with articles of property of all kinds; to render services of all kinds and to engage in any lawful act or activity permitted by the laws of the United States or for which corporations may be organized under the Corporation Law of the State of Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 7,500 share of \$1.00 par value stock, which shall be designated common shares.

ARTICLE V - Address

The post office address of the place at which the principal office of the

Richard K. Inglis, Esq.
2455 Sunrise Blvd. #320
St. Land., FL 33304
(954) 565-1977
FBNo. 119113

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corporation in this state will be located is:

1249 Stirling Road
Dania, Florida 33004

ARTICLE VI - 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 name and address of the initial director of this corporation is:

Richard K. Inglis
2455 East Sunrise Boulevard
Suite 320, International Building
Fort Lauderdale, Florida 33304

ARTICLE VII - Alteration of By-Laws

The power to alter, amend or repeal the By-Laws or to adopt new By-Laws shall be vested in the Board of Directors; provided, however, that any By-Law or amendment thereto as adopted by the Board of Directors may be altered, amended, or repealed by a vote of the shareholders entitled to vote for the election of directors, or a new By-Law in lieu thereof may be adopted by vote of such shareholders. No By-Law which has been altered, amended, or adopted by such a vote of the shareholders may be altered, amended or repealed by vote of the directors until two (2) years shall have expired since such action by vote of such shareholders.

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ARTICLE VIII - Incorporators

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

Bernard Fisher
1249 Stirling Road
Dania, Florida 33004


ARTICLE IX - Indemnification

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

ARTICLE X - Registered Agent

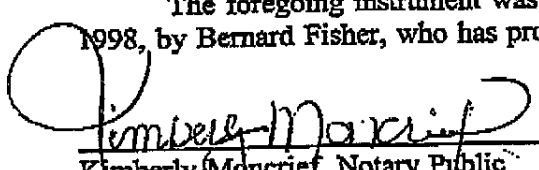
The corporation designates Richard K. Inglis, Esquire, located at Suite 320, International Building, 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304 as its agent to accept service of process within this State pursuant to Chapter 48.091, Florida Statutes.

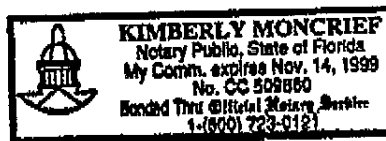
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 28th day of January, 1998.


Bernard Fisher, Incorporator

STATE OF FLORIDA }
COUNTY OF BROWARD }

The foregoing instrument was acknowledged before me this 28th day of January, 1998, by Bernard Fisher, who has produced a Florida Drivers License as identification.


Kimberly Moncrief, Notary Public
Commission Number: CC 509860
My Commission Expires: November 14, 1999




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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that TASSEL TIME, INC., desiring to organize under the laws of the State of Florida, with its principal address indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida, has named Richard K. Inglis, Esquire located at Suite 320, International Building, 2455 East Sunrise Boulevard, Fort Lauderdale, Florida 33304 as its agent to accept service of process within this State.


Richard K. Inglis, Agent

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CERTIFICATE OF RESOLUTION

I, BERNARD FISHER, Secretary of Decorator Tassels, Inc. f/k/a Tassel Time, Inc., do hereby certify that the foregoing Resolution was adopted by unanimous vote of the Shareholders and Directors of Decorator Tassels, Inc.

RESOLVED, by unanimous vote of the Directors and Shareholders of Decorator Tassels, Inc. f/k/a Tassel Time, Inc., Decorator Tassels, Inc. does hereby authorize and consent to the formation of a new Florida corporation to be known as Tassel Time, Inc. and does hereby waive all rights granted by law or otherwise to the name Tassel Time, Inc.

FURTHER RESOLVED, said corporation has hereby authorized this Consent to be executed by its Secretary, Bernie Fisher.

DATED this 28th of January, 1998.


Bernard Fisher, Secretary

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