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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: LAND'S END ANTIQUES, INC.

AUDIT NUMBER.....H98000002275

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

CERT. OF STATUS..0

PAGES.....6

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(6)

ARTICLES OF INCORPORATION

OF

LANDS' END ANTIQUES, INC.

The undersigned parties to these Articles of Incorporation, are natural persons competent to contract, hereby for and incorporate a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be :LANDS' END ANTIQUES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 3634 S. Dixie Highway West Palm Beach, Florida 33405.

ARTICLE III CAPITAL STRUCTURE

The Corporation is authorized to issue five thousand shares of Common Stock, each share having a Par Value of one dollar.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is : Robert Wagner ,3634 S Dixie Highway, West Palm Beach, Florida 33405.

Prepared by: Gary McClain, 1470 S.W. 19th Avenue  
Ft. Lauderdale, Florida 33312  
(954) 525-6928

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ARTICLE V INCORPORATIONS

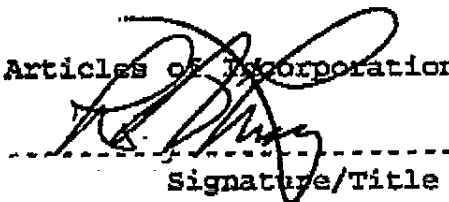
The name and street address of the incorporators to these Articles of Incorporation is:

Robert Wagner  
941 N Federal Hwy #4  
Lake Worth, Florida 33460

Leonard Long  
4492-A Melvin Road  
Lake Worth, Florida 33461

The undersigned have executed these Articles of Incorporation

  
Signature/Title

  
Signature/Title

ARTICLE VI - PURPOSE

The Corporation is organized for the following purposes:

1. For the purpose of transacting any and all lawful business permitted under the Laws of the United States and of the State of Florida.
2. For the purpose of engaging in any one or more of the acts and things herein set forth.

ARTICLE VII - VOTING RIGHTS

Except as otherwise provided by the law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding shares of Common Stock.

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ARTICLE VIII - PRE-EMPTIVE RIGHTS

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

ARTICLE IX - INITIAL BOARD OF DIRECTORS

The corporation shall have (2) Directors initially name and address of the initial directors of this Corporation is:

Robert Wagner  
914 N Federal Hwy. # 4  
Lake Worth, Florida 33460

Leonard Long  
4492-A Melvin Road  
Lake Worth Florida 33461

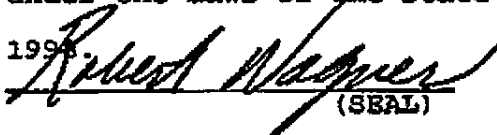
ARTICLE X - LENGTH OF EXISTENCE

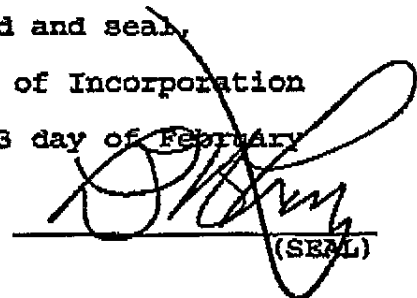
The Corporation shall have perpetual existence, unless sooner dissolved according to law. Corporate existence shall commence on the date these Articles are executed.

ARTICLE XI - OFFICERS

The corporation shall have a President and a Secretary-Treasurer, and such other and/or additional officers as may be created from time to time by, and authorized by, its Bylaws. IN WITNESS WHEREOF, We have hereunto set our hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 3 day of February

1994

  
(SEAL)

  
(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:LANDS'END ANTIQUES, Inc.
2. The name and address of the registered agent and office is: Robert Wagner, 3634 S. Dixie Highway, West Palm Beach, Florida 33405.

Signature

*Robert Wagner*  
(corporate officer)

Title

Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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 MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature

Date

*Robert Wagner*

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STATE OF FLORIDA     )  
                              )  
COUNTY OF BROWARD    )

I HEREBY CERTIFY that on this 3rd day of February 1998,  
personally came and appeared before me, the undersigned  
authorities, Robert Wagner and Leonard Long to me well known, and  
known to me to be the persons described in and who acknowledged to  
me that they executed the foregoing Certificate of Incorporation  
as their free and voluntary act and deed and for uses and purposes  
expressed therein.

IN WITNESS WHEREFOR, I have hereunto set my hand and seal  
on the day and year first above written.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

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