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February 16, 1998

SECRETARY OF STATE
Department of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-02/19/98--01043--008
*****70.00 *****70.00

Re: JENNIFER'S STUDIO, INC.
Our File Number: 8-117-D

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation, JENNIFER'S STUDIO, INC.

Also, enclosed is a check in the amount of \$70.00 to cover the various fees. If you find that everything is in order, please file the Articles of Incorporation and return a copy of the Articles to this office.

If you have any questions, please contact our office. Thank you for your time and attention to this matter.

Best Regards,

ARTHUR D. DECKELMAN, P.A.,
& ASSOCIATES

Gloria J. Holz
Gloria J. Holz
Legal Assistant to
Arthur D. Deckelman, Esq.

NOTE: New Address
ARTHUR D. DECKELMAN, P.A.
& ASSOCIATES
36402 U.S. Highway 19 N
Palm Harbor, FL 34684

/gjh
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

JENNIFER'S STUDIO, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. NAME

The name of the corporation ("Corporation") shall be:

JENNIFER'S STUDIO, INC.

The street address of the principal office of the Corporation shall be 34080 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this Corporation is authorized to issue is 300, all of which shall be Common Shares, having \$1.00 par value per share. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. REGISTERED AGENT

The initial street address of the Corporation's registered office is 34080 U.S. Highway 19 North, Palm Harbor, Florida 34684. The initial

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TALLAHASSEE, FLORIDA
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registered agent for the Corporation at that address is JENNIFER D. DECKELMAN.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Director, subject to any limitation set forth in these Articles of Incorporation. The initial Board of Director shall consist of one member initially. The name and address of the person who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
JENNIFER D. DECKELMAN Director	3223 Harvest Moon Drive Palm Harbor, Florida 34683

ARTICLE VII. INCORPORATORS

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

<u>Name</u>	<u>Address</u>
JENNIFER D. DECKELMAN Director	3223 Harvest Moon Drive Palm Harbor, FL 34683

ARTICLE VIII. INDEMNIFICATION

The Corporation shall indemnify its director, officer, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has

executed these Articles of Incorporation this 11th day of February, 1998.



Name: JENNIFER D. DECKELMAN

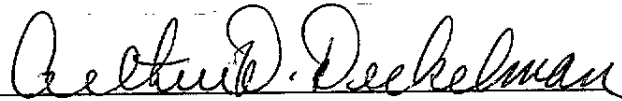
STATE OF FLORIDA)

: ss

COUNTY OF PINELLAS)

BEFORE ME, personally appeared JENNIFER D. DECKELMAN, to me known, ~~or who presented~~ _____ as identification, who after being duly sworn, acknowledged that she has read the foregoing ARTICLES OF INCORPORATION, and that she subscribed to these ARTICLES OF INCORPORATION on the 11th day of February, 1998.

[SEAL]



NOTARY PUBLIC

Name: _____

My Commission Expires:  Arthur D Deckelman
My Commission CC665158
Expires July 28, 2001

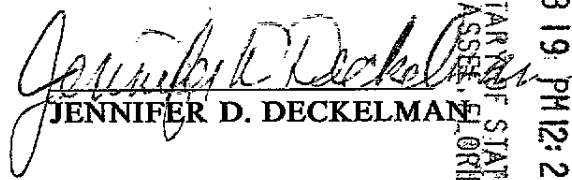
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THE STATE NAMING AGENT FOR UPON WHOM PROCESS
MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, **JENNIFER'S STUDIO, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as Palm Harbor, Florida, County of Pinellas, State of Florida, wishes **JENNIFER D. DECKELMAN**, as its agent, to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office, and state that I am familiar with and accept the obligations of that position pursuant to Florida Statute §607.0501(3).


JENNIFER D. DECKELMAN

98 FEB 19 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA)
 : ss
COUNTY OF PINELLAS)

BEFORE ME, the undersigned officer, personally appeared **JENNIFER D. DECKELMAN**, known to me to be the person whose name is subscribed to the instrument within and acknowledged that she executed same for the purposes contained therein.

WITNESS my hand and official seal in the County and State named above this 14th day of February, 1998.


NOTARY PUBLIC

Name: Arthur D Deckelman
My Commission Expires July 20, 2001
My Commission CC685158

