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Leonard J. Ferrara
Tax Accountant
100 Pansy Court
Kissimmee, Florida 34743

(407) 344-0671 FAX (407) 344-1798

May 26, 1998

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32304

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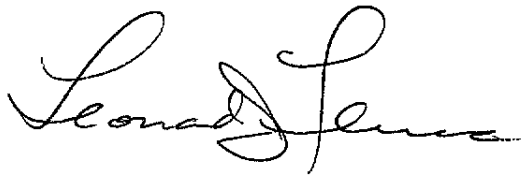
Gentlemen:

Enclosed please find the Certificate of Incorporation and accompanying papers for filing the following new corporation:

CUSTOM'S BY EMILE, INC.

Also enclosed is our check in the amount of \$ 122.50 for filing fee, certified copy and certificate. Thank you in advance for your cooperation. If there are any questions or problems, do not hesitate to contact me.

Sincerely,



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~6/98 12321~~
Enclosures, including check in the amount of \$ 122.50.

Dmc
5/29/98

~~685,2550~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 29, 1998

LEONARD J. FERRARA
TAX ACCOUNTANT
100 PANSY COURT
KISSIMMEE, FL 34743

SUBJECT: CUSTOM'S BY EMILE, INC.
Ref. Number: W98000012321

We have received your document for CUSTOM'S BY EMILE, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 498A00030323

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION

OF

CUSTOM'S BY EMILE, INC.

The **UNDERSIGNED** subscribes to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation:

ARTICLE I : NAME

The name of this corporation is:

CUSTOM'S BY EMILE, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to all things which natural persons might or could lawfully do in the premises as follows:

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, deal in and with, good, wares, merchandise, real and personal property, and services, of every class, kind, and description; except that is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone, or cemetery company, a building and loan association, mutual fire insurance association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks, and other licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfer of corporate property or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of , or any bonds, securities, or other evidences of 'indebtedness' created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock.

ARTICLE III : CAPITAL STOCK

The stock of this corporation shall be divided into One Thousand (1,000) shares of stock of the par value of One Dollar (\$1.00) per share, all of one class, namely Common Stock, and having an aggregate par value of One Thousand Dollars (\$1,000.00). All said stock shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose; property, labor or services may be purchased or paid for with the capital stock, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV : INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be no less than One Thousand Dollars (\$1,000.00).

ARTICLE V : TERM OF EXISTENCE

This Corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI : ADDRESS

1170 E Donegan Avenue
Kissimmee, FL 34744

ARTICLE VII : DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one (1).

ARTICLE VIII : INITIAL DIRECTORS AND OFFICERS

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Emile J. Graham	1542 Birchwood Avenue Kissimmee, Florida 34744	President/Treasurer
David Hallimon	304 Ginwright Court Kissimmee, Florida 34744	Vice President/Secretary


ARTICLE IX : SUBSCRIBERS

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>	<u>AMOUNT PAID</u>
Emile J. Graham	1542 Birchwood Avenue Kissimmee, Florida 34744	500	\$ 500.00
David Hallimon	504 Ginwright Court Kissimmee, Florida 34744	500	\$ 500.00

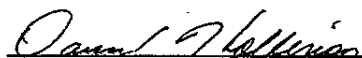
ARTICLE X : AMENDMENT

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by the majority of the stockholders.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of May, 1998.

 (SEAL)

Emile J. Graham

 (SEAL)

David Hallimon

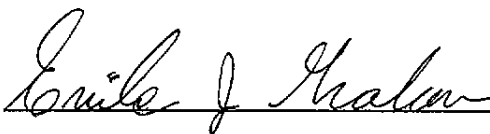
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

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

First-- That CUSTOM'S BY EMILE, INC.,
desiring to organize under the laws of the State of Florida, with its principle office, as
indicated in the articles of incorporation at the City of Kissimmee, County of Osceola,
State of Florida, has named Emile J. Graham, located at 1542 Birchwood Avenue,
Kissimmee, FL 34744, County of Osceola, State of Florida as its agent to accept service
of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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.

By 
Emile J. Graham

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TALLAHASSEE, FLORIDA