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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Enchanted Moments Inc.

100002572351--0

06/25/98 01054-008
*****70.00 *****70.00

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AMENDMENTS	
<input type="checkbox"/>	Amendment
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<input type="checkbox"/>	Change of Registered Agent
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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
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REGISTRATION/QUALIFICATION	
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W98-14559
P. Hall
JUN 29 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 25, 1998

UCC FILING & SEARCH SERVICES, INC.
526 E PARK AVE
TALLAHASSEE, FL 32301

SUBJECT: ENCHANTED MOMENTS INC.
Ref. Number: W98000014599

*Corrected
6/29/98*

We have received your document for ENCHANTED MOMENTS INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 298A00034934

RECEIVED
98 JUN 29 PM 2:07
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION

OF

ENCHANTED MOMENTS INC.

FILED

98 JUN 29 PM 3:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

Article I: The name of the corporation shall be **ENCHANTED MOMENTS INC.**

Article II: The principal place of business and mailing address of this corporation is:

3060 Grand Bay Blvd. Unit 186
Longboat Key, FL 34228

Article III: The number of shares of stock that the corporation is authorized to have outstanding at any one time is 200, all of which are without par value and classified as Common shares.

Article IV: The name and address of the initial registered agent is Jeffrey Kennis,
3060 Grand Bay Blvd. Unit 186, Longboat Key, FL 34228.

The written acceptance of the initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of hereof.

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

NAME

ADDRESS

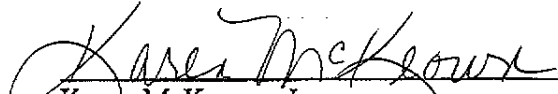
Karen McKeown

c/o Intercounty Clearance Corp.
111 Washington Avenue
6th Floor
Albany, NY 12210

Article VI: The purposes for which the corporation is organized to engage in any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes.

Article VII: The period of duration of the corporation is perpetual.

The undersigned incorporator has executed these Articles of Incorporation this 17th day of June, 1998.


Karen McKeown, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jeffrey Kennis

By: 

Date: 6/19/98

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