

P98000089663

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Scrapbook Extraordinar, Inc.

EFFECTIVE DATE
11-01-98

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing fee

\$78.75
Filing fee
& Certificate

\$122.50
Filing fee
& Certified Copy

\$131.25
Filing fee,
Certified Copy,
& Certificate

100002668271--5
-10/20/98--01067--004
*****78.75 *****78.75

Mary Reynolds
879 N. Voluisa Avenue
Suite B
Orange City, FL 32763
(904)775-4277

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 20 AM 10:45

RD
10-21-98

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 OCT 20 AM 10:45

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I Name and Duration

The name of the Corporation is Scrapbook Extraordinary, Inc. The Duration of the corporation is perpetual. The effective date upon which this corporation shall come into existence shall be November 1, 1998.

ARTICLE II Principal Office

EFFECTIVE DATE

11-01-98

The principal place of business and mailing address of this corporation shall be:
852 Saxon Blvd Ste. 29 Orange City, FL 32763

ARTICLE III Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE IV Shares

The total number of shares of capital stock which the Corporation has the authority to issue is 1000 shares of Common Stock.

ARTICLE V Incorporator

The name and street address of the incorporator(s) to these Articles of Incorporation are:

Kathryn H. Phillips
342 Colomba Road
DeBary, FL 32713

Tammy D. Kellmann
2303 Montano Street
Deltona, FL 32738

ARTICLE VI
Initial Registered Agent and Street Address

The name and street address of the initial registered agent is:

Mary Reynolds, EA
879 N. Volusia Avenue, Suite B
Orange City, FL 32763

ARTICLE VII
Board of Directors

The number of directors constituting the initial board of directors is two and the name and address of each person who is to serve as a member thereof is as follows:

Kathryn H. Phillips
342 Colomba Road
DeBary, FL 32713

Tammy D. Kellmann
2303 Montano Street
Deltona, FL 32738

ARTICLE VIII
Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board Of Directors.

IN WITNESS WHEREOF, the undersigned as incorporator(s) of the corporation have executed these Article of Incorporation on this 19th day of October, 1998.

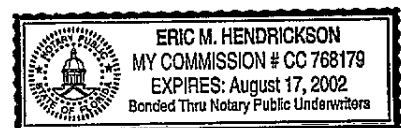
Kathryn H. Phillips
Name: Kathryn H. Phillips

Tammy D. Kellmann
Name: Tammy D. Kellmann

STATE OF FLORIDA
COUNTY OF VOLUSIA

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 19th DAY OF October, 1998 BY Tammy Kellman, Kathryn Phillips WHO HAVE PRODUCED K45580416909 E Vol 12-528-58-966-0 AS IDENTIFICATION AND WHO DID NOT TAKE AN OATH.

Eric Hendrickson
NOTARY PUBLIC



**CERTIFICATE OF DESIGNATION OF
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 AGENT/REGISTERED OFFICE, IN THE
STATE OF FLORIDA.

The name of the corporation is: Scrapbook Extraordinar, Inc.

The name and address of the registered agent and office is:

Mary Reynolds
879 N. Volusia Avenue
Suite B
Orange City, FL 32763

Having been named agent and to accept services of process
for the above stated 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 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.

Mary Reynolds
Mary Reynolds, EA

10/19/98
Date

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
98 OCT 20 AM 10:45