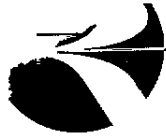


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32314-

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

Celebrations By George, Inc.

(Document #)

4.

(Corporation Name)

(Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
98 DEC -2 AM 10:07

619-824-989
625

8991 NW 188th Street
Miami, Florida 33018

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DIVISION OF CORPORATIONS
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November 25, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32315

To Whom It May Concern:

Re: Number W98000024989

Please note that this corporation is to be formed in the name: CELEBRATIONS BY GEORGIE, INC. not George. Please make that change.

Additionally, note that the corporate papers have been changed to reflect the correct dates.

Thank you.

Georgina Miller

A handwritten signature in cursive script that reads "Georgina Miller".

ARTICLES OF INCORPORATION
OF
CELEBRATIONS BY GEORGIE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC -2 AM 10: 07

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

FIRST: The name of the corporation is CELEBRATIONS BY GEORGIE, INC. (the "Corporation").

SECOND: The principal office address and mailing address of the Corporation is:

8991 NW 188th Street
Miami, Florida 33018

THIRD: The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.

FOURTH: The street address of the initial registered office of the Corporation is: 8991 NW 188th Street, Miami, Florida 33018 and the registered agent at that address is:

Georgina Miller

FIFTH: The name and address of the incorporator of the Corporation is:

Georgina Miller

SIXTH: The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.

SEVENTH: The Corporation shall have one director initially and the number of directors may be increased or diminished from time to time as provided for in the Bylaws of the Corporation but shall never be less than one. The name and address of the initial director of the Corporation is:

Georgina Miller
8991 NW 188th Street
Miami, Florida 33018

EIGHTH: The corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

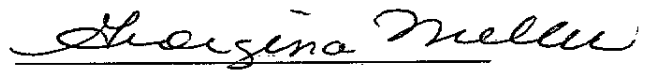
TENTH: The corporate existence of the Corporation shall commence on November 25, 1998.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of November 25, 1998.


GEORGINA MILLER, Incorporator

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.050 of the Florida Business Corporation Act.



Georgina Miller
Registered Agent for
(Company name): Celebrations by Georgie, Inc,

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