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99900012450

February 3, 1999

Florida Department of State  
Division of Corporations  
Qualification/Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

000002765620--6  
-02/05/99-01034-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Rec'd 4th

RE: Articles of Incorporation of ANNE DAVID, INC.  
Our File No. 2943-2

FILED  
99 FEB -4 AM 9:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

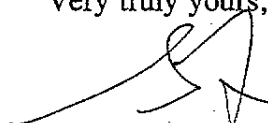
Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Incorporation of Anne David, Inc. (the "Corporation"), together with a check in the amount of \$78.75 payable to the Florida Department of State to cover filing fees, the designation of the Corporation's registered agent, and a certified copy of the Corporation's Articles of Incorporation.

Please file the enclosed Articles and return to me a certified copy thereof. If you have any questions, please contact me at the above address or phone number.

Thank you for your attention to this matter.

Very truly yours,

  
Gary A. Foster

GAF\hmc  
Enclosures

K. CHESSEY FEB 9 1999

**ARTICLES OF INCORPORATION  
OF  
ANNE DAVID, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of **ANNE DAVID, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is ANNE DAVID, INC.

**ARTICLE II  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 152 S. Park Avenue, Winter Park, Florida 32789. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the corporation is 152 S. Park Avenue, Winter Park, Florida 32789.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 152 S. Park Avenue, Winter Park, Florida 32789, and the initial Registered Agent at such address is David Blumberg.

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SECRETARY OF STATE  
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**ARTICLE VI**  
**INITIAL BOARD OF DIRECTORS**

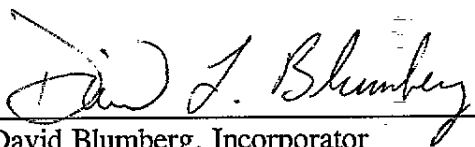
The number of Directors constituting the initial Board of Directors of the corporation is two (2). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the persons who are to serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

David Blumberg	P.O. Box 1691 Breckenridge, CO. 80424
Janice Blumberg	P.O. Box 1691 Breckenridge, CO. 80424

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation is David Blumberg, 152 S. Park Avenue, Winter Park, Florida 32789.

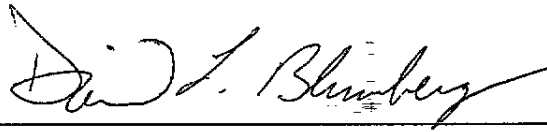
IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this \_\_\_\_\_ day of January, 1999.

  
\_\_\_\_\_  
David Blumberg, Incorporator

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 31 day of January, 1999.



David Blumberg

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TALLAHASSEE, FLORIDA