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THE LAW OFFICES  
OF

DUANE E. THOMAS

TEL: (904) 755-5014  
FAX: (904) 755-3093

FILED

99 FEB 25 PM 3:22  
W. DUVAL STREET  
P.O. BOX 2137  
TALLAHASSEE, FL 32056-2137  
SECRETARY OF STATE

DUANE E. THOMAS  
BRIAN J. SGANGA

February 25, 1999

Division of Corporations  
Florida Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

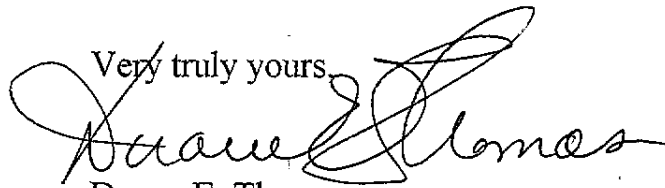
Re: DREAMSHARERS INTERNATIONAL, INC.

Gentlemen;

Enclosed herewith please find an original and copy of the Articles of Incorporation for DREAMSHARERS INTERNATIONAL, INC. to be filed with your office, together with a check in the amount of \$122.50, representing the required filing fee. Also enclosed is a self-addressed, stamped envelope for your convenience in returning the certified copy of the Articles to the undersigned after filing.

Thank you for your cooperation and assistance in this matter.

Very truly yours,

  
Duane E. Thomas

Enclosures: Original & copy of Articles of  
Incorporation  
Check - \$122.50  
SAS Return Envelope

RECEIVED  
99 FEB 25 PM 3:02  
DIVISION OF CORPORATIONS  
FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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FEB 25 1999

**ARTICLES OF INCORPORATION  
OF**

**DREAMSHARERS INTERNATIONAL, INC.**

FILED  
99 FEB 25 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 607, Florida Statutes, the undersigned, all residents of the State of Florida and being of full age have this day formed the corporation hereinafter described and hereby certifies:

**ARTICLE I - NAME**

The name of this Corporation is DREAMSHARERS INTERNATIONAL, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address of the initial principal office of the Corporation is 204 South Marion Street, Lake City, Florida 32055, and the initial mailing address of the Corporation is Post Office Box 2137, Lake City, Florida 32056.

**ARTICLE III - DURATION**

The Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The sole and only purpose of this Corporation is the operation of an Amway Distributorship.

**ARTICLE V - CAPITAL STOCK**

This Corporation is authorized to issue ONE THOUSAND (1,000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

**ARTICLE VI - INITIAL REGISTERED  
OFFICE AND AGENT**

The initial registered office of the Corporation is 204 South Marion Street, Lake City, Florida

,32055, and the initial registered agent of this Corporation shall be DUANE E. THOMAS, ESQUIRE, who, upon accepting this designation agrees to comply with the provision of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time as provided for by the By-Laws of the Corporation, but in no case shall the number of directors be less than one (1) nor more than five (5). The name and address of the directors constituting the initial Board of Directors are:

NAME

ADDRESS

JEFFERY S. RUFFO

Post Office Box 2137  
Lake City, Florida 32056

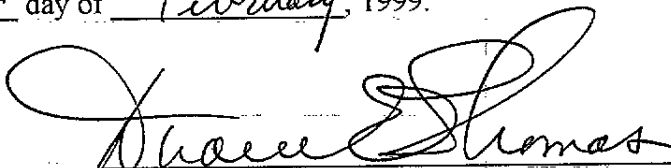
TEENA M. RUFFO

Post Office Box 2137  
Lake City, Florida 32056

#### ARTICLE VIII - INCORPORATORS

The name and address of the incorporator is Duane E. Thomas, Post Office Box 2137, Lake City, Florida 30256.

IN WITNESS WHEREOF the above named Incorporator has executed these Articles of Incorporation this 25<sup>th</sup> day of February, 1999.

  
DUANE E. THOMAS

STATE OF FLORIDA       )  
COUNTY OF COLUMBIA   )

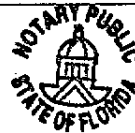
The foregoing Articles of Incorporation of DREAMSHARERS INTERNATIONAL, INC., were acknowledged before me this 25<sup>th</sup> day of February, 1999 by DUANE E. THOMAS, as Incorporator, who is personally known to me.

My Commission Expires:

(SEAL)

Nora L. Terry  
NOTARY PUBLIC  
State of Florida at Large

Name: \_\_\_\_\_




NORA L. TERRY  
COMMISSION # CC629005  
EXPIRES MAR 10, 2001  
BONDED THROUGH  
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF REGISTERED AGENT

FILED  
99 FEB 25 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, Duane E. Thomas, accept the designation as registered agent for Dreamsharers International, Inc., as provided in the Articles of Incorporation filed herewith. The initial registered agent's address shall be 204 South Marion Street, Lake City, Florida 32056.

  
DUANE E. THOMAS