

P99000040601

Eternal Flame Candles, Inc.
4956 Cason Cove Dr., Apt 308
Orlando, FL 32811

April 16, 1999

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

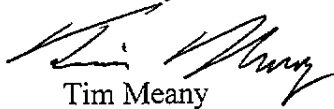
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*****78.75 *****78.75

Subject: Eternal Flame Candles, Inc.

Dear Sir/Madame,

Enclosed please find an original and one copy of the articles of incorporation for Eternal Flame Candles, Inc. and a check for \$78.75. If you have any questions please contact my accountant at (407) 851-4113.

Sincerely,


Tim Meany

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99 APR 30 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Accountant GAVE
AUTHORIZATION BY PHONE TO
CORRECT Address on RA page
DATE 5/5/99
COC. EXAM 10/3

B. BROCK MAY 5 1999

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ARTICLES OF INCORPORATION
of
ETERNAL FLAME CANDLES, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is Eternal Flame Candles, Inc..

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

4956 Cason Cove Dr, Apt 305
Orlando, Florida 32811

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 10,000 shares having a par value of \$.10 per share.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Tim Meany
Eternal Flame Candles, Inc.
4956 Cason Cove Dr, Apt 305
Orange County
Orlando, Florida 32811

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TALLAHASSEE, FLORIDA

ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Tim Meany
4956 Cason Cove Dr, Apt 305
Orlando, FL 32811

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

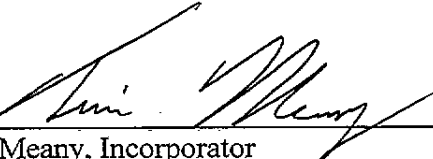
Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or

officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



Tim Meany, Incorporator
4956 Cason Cove Dr, Apt 305
Orlando, Florida 32811

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

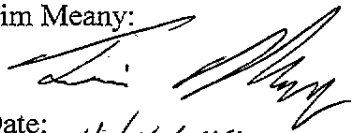
PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

- 1) The name of the corporation is Eternal Flame Candles, Inc.
- 2) The name and address of the registered agent and office is:

Tim Meany
4956 Cason Cove Drive, Apt 305
Orlando, FL 32811

Having been named registered agent and to accept service 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 provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Tim Meany:


Date: 4/16/99

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TALLAHASSEE, FLORIDA