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ARTICLES OF INCORPORATION

ARTICLE I

CORPORATE NAME

The name of the Corporation is CANDLES & STUFF, INC.

ARTICLE II

PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the Laws of the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporations Code.

ARTICLE III

REGISTERED OFFICE/AGENT

The street address of the Corporation's initial registered office is 6969

South Tamiami Trail, Sarasota, Florida 34231; and the name of its initial registered agent at such address is Barbara K. Smith. Corporate address is same as registered office.

ARTICLE IV

AUTHORIZED CAPITAL STOCK

The total number of shares of which the Corporation shall have the authority to issue are 4000, and the par value of each share shall be \$1.00.

ARTICLE V

PROVISIONS

The provisions for the regulations of the internal affairs of the Corporation shall be as set forth in the bylaws.



ARTICLE VI

BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is 1.

The name and address of each person who is to serve as members of the initial Board of Directors of the Corporation are as follows:

Barbara K. Smith, 6969 South Tamiami Trail, Sarasota, Florida 34231

IN WITNESS THEREOF, the undersigned incorporator has executed these Articles of Incorporation on this, the 22nd day of November, 1999.

I hereby accept the appointment as Registered Agent and agree to act in this capacity.

Barbara K. Smith

Incorporator/Registered Agent

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