

TRANSMITTAL LETTER

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

000003055760--7
-11/29/99--01135--017
*****78.75 *****78.75

SUBJECT: _____
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 NOV 29 AM 11:03

FILED

FROM: _____ Jean M. Cuson
359 Grand Concourse
Miami Shores, FL 33138

City, State & Zip

Daytime Telephone number

REGISTRATION DEC 2 1999

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Creations by Ashley Rose, Inc.

Article II. Address

The mailing address of the Corporation is:
Creations by Ashley Rose, Inc.
Jean M. Cuson
359 Grand Concourse
Miami Shores, Florida 33138

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 29 AM 11:04

FILED

Article III. General Nature of the Business

The general nature of the business or purpose to be conducted or promoted is:

To operate, lease, furnish the services of computerized business systems, manufacture, purchase, or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

In general, to possess and exercise all the powers and privileges granted by the General Corporation Law of Florida or by any other law of Florida or by this certificate of incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the corporation.

The business and purposes specified in the foregoing clauses shall, except where otherwise expressed, by in nowise limited or restricted by reference to, or inference from, the terms of any other clause in this certificate of incorporation, but the business and purposes specified in each of the foregoing clauses of this article shall be regarded as independent business and purposes.

Georgia Robinson / Florida Bar Number: 0165440
725 South Rainbow Drive
Hollywood, FL 33021
954-964-3868

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Jean M. Cuson
359 Grand Concourse
Miami, Shores 33138

Article V. Board of Directors

The name of each of the Corporation's Board of Directors is:

Jean M. Cuson, President

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Article VI. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.10 per share.

Article VII. Incorporator

The name and address of the incorporator is:

Jean M. Cuson

Article VIII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 29, 1999.

The undersigned incorporator executed these Articles of Incorporation on November 29, 1999.


JEAN M. CUSON

Georgia Robinson / Florida Bar Number: 0165440
725 South Rainbow Drive
Hollywood, FL 33021
954-964-3868

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

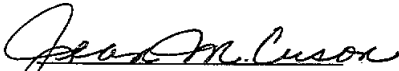
CORPORATION

Creations By Ashley Rose, Inc.

REGISTERED AGENT/OFFICE

Jean M. Cuson

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


JEAN M. CUSON

Dated: November 29, 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 NOV 29 AM 11:04

FILED

Georgia Robinson / Florida Bar Number: 0165440
725 South Rainbow Drive
Hollywood, FL 33021
954-964-3868