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**To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

AMERICA LAFFS, INC.

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ARTICLES OF INCORPORATION
OF
AMERICA LAFFS, INC.

⑤

The undersigned, acting as subscriber of a corporation under the Florida Corporation Law adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of this corporation is AMERICA LAFFS, INC.

ARTICLE II

The principal place of business of the corporation shall be situated at: 1921 East Atlantic Blvd., Pompano Beach, Florida 33060.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida, specifically including, but not limited to, selling novelty items.

ARTICLE IV

The period of its duration is perpetual, unless sooner dissolved according to law.

ARTICLE V

The aggregate number of shares that the corporation shall have the authority to issue is One Hundred (100) shares of capital stock, all of one class, with a par value of \$1.00 per share, unless otherwise amended.

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ARTICLE VI

The amount of capital with which the corporation shall commence its business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE VII

The number of directors consisting of the initial Board of Directors is two (2). The names and addresses are as follows:

Melvin B. Raskin
5110 Marina Circle
Boca Raton, FL 33486

Roberta Smith Raskin
5110 Marina Circle
Boca Raton, FL 33486

ARTICLE VIII

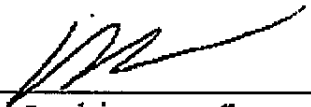
The street address of the initial principal office of this corporation is: 1921 East Atlantic Blvd., Pompano Beach, FL 33060. The initial registered agent of this corporation is Randall L. Leshin, Esq., whose address is: 1921 E. Atlantic Boulevard Pompano Beach, FL 33060.

ARTICLE IX

The corporation, AMERICA LAFFS, INC., shall at all times, as far as the law provides, indemnify its officers, agents, shareholders, and directors of any and all civil liabilities incurred by its activities, to the fullest protection that the law permits.

ARTICLE X

The name and address of the incorporator of this corporation is: Randall L. Leshin, Esq., whose address is: 1921 E. Atlantic Boulevard Pompano Beach, FL 33060.



Randall L. Leshin, as Incorporator


STATE OF FLORIDA :
: SS
COUNTY OF BROWARD :

Before me the undersigned authority, personally appeared Randall L. Leshin who did not take the oath, [] who is personally known to me, or [] produced I.D. _____ and who subscribed the above Articles of Incorporation, and HE did freely and voluntarily acknowledge before me according to law that HE made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and official seal this 13th day of November, 2001.

My Commission Expires:


NOTARY PUBLIC


 Charles R. Ferdon, Jr.
My Commission CC763424
Expires July 29, 2002

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APPOINTMENT OF CORPORATE AGENT

TO: THE DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
STATE OF FLORIDA:

Pursuant to the provisions of Florida Corporation Law, I,
Randall L. Leshin, do hereby authorize for the corporation and
accept appointment for AMERICA LAFFS, INC., as registered agent,
and by execution hereof certify that said appointment is freely
accepted by me.



Randall L. Leshin,
Registered Agent

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