

PO0000022708

Scan Products International Inc;
1355 N.W. 93rd Court, Unit A-104,
Miami, Fl. 33172
Tel: (305) 594-4294
2.24.2000

for 305-477-0607

Division Of Corporations,
409 East Gaines St;
Tallahassee, FL. 32399
Att: Ms. Bobbie Cox.

300003147673--9
-02/25/00--01001--022
*****78.75 *****78.75

Ref: Articles Of Incorporation - Scan Products Int'l Inc;

Dear Ms. Cox,

I thank you for all your assistance in this matter and have
attached a check for \$78.75 payable to the Secretary Of State.

Sincerely,



Bruce Freeman
President

FILED
00 FEB 25 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Bc 3/6

**ARTICLES OF INCORPORATION
OF
SCAN PRODUCTS INTERNATIONAL, INC.**

FILED
00 FEB 25 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the corporation is: Scan Products International, Inc.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to do all things which natural persons might lawfully do in the premises as follows: Wholesale and retail of gift items, amusement machine parts and accessories, specialty gift items, related products and services and investments of every kind, nature, and description.

ARTICLE III: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock with a par value of ONE DOLLAR (\$ 1.00) for each share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin doing business is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is: 1355 N.W. 93rd Court, # A-104, Miami, Florida 33172.

ARTICLE VII: DIRECTORS

This corporation shall not have less than one (1) Director initially. The number of Directors may be increased from time to time as the Stockholder(s) desire, in accordance with the by-laws hereof, but at no time shall there be a number less than one.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office addresses of the first Board of Directors and Officers of this Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
Bruce Freeman	17348 S.W. 36th Street Miramar, Florida 33029	Director	President

ARTICLE IX: SUBSCRIBERS

The names and post office addresses of each subscriber to these Articles of Incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefor are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u># OF SHARES</u>	<u>AMOUNT PAID</u>
Bruce Freeman	17348 S.W. 36th Street Miramar, Florida 33029	500	\$ 500.00

ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law, every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders meeting by a majority of the Stockholders.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 19TH day of February, 2000.

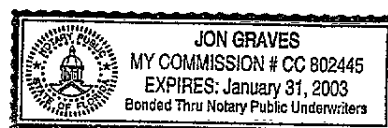
x Bruce Freeman

STATE OF FLORIDA;
COUNTY OF DADE:

I hereby certify that on this day, before me, Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Bruce Freeman** to me known to be the person described as Subscriber in and who executed the forgoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation. Witness my hand and official seal this ____ day of February, 2000.

Jon Graves Notary Public

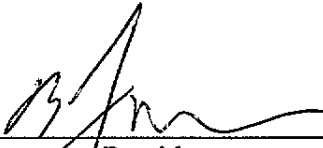
My Commission expires: Jan / 31 / 2003



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED:**

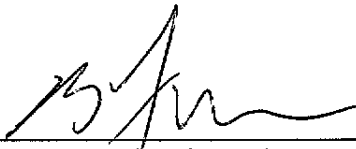
In compliance with Section 48.091, Florida statutes, the following is submitted:

FIRST - that Scan Products International, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the city of Miami, State Florida has named Bruce Freeman, located at 17348 S.W. 36th Street, Miramar, Florida 33029, as its agent to accept service of process within Florida.

x 

Bruce Freeman, President
February 19th, 2000

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

x 

Bruce Freeman, Registered Agent
February 19th, 2000

FILED
00 FEB 25 PM 2:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA