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CARLTON FIELDS

ATTORNEYS AT LAW

4000 INTERNATIONAL PLACE  
100 S. E. SECOND STREET  
MIAMI, FLORIDA 33131

MAILING ADDRESS:  
P.O. BOX 019101, MIAMI, FL 33131-9101  
TEL (305) 530-0050 FAX (305) 530-0055

March 10, 2000

**VIA FEDERAL EXPRESS**

Secretary of State  
State of Florida  
George Firestone Building  
409 East Gaines Street  
Tallahassee, Florida 32399

FILED  
00 MAR 13 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Re: BrandsLine.com, Inc. and SuperSupply, Inc.**  
**Our File Number: 17004-95704**

300003167623--9  
-03/13/00-01136-018  
\*\*\*\*157.50 \*\*\*\*\*78.75

Dear Sir/Madam:

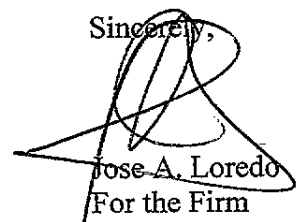
Enclosed please find the following documents for filing:

1. Original and one (1) copy of Articles of Incorporation for each of the above-referenced corporations; and
2. Our firm's check number 22815 in the amount of \$157.50 to cover the requisite filing fees.

Please expedite the formation of the referenced corporations and return date-stamped copies of the Articles of Incorporation to the undersigned in the enclosed pre-paid Federal Express envelope.

Should you have any questions, please do not hesitate to contact the undersigned.

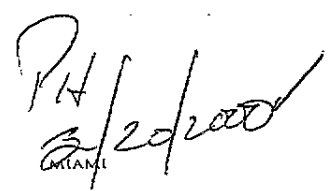
Sincerely,

  
Jose A. Loreda  
For the Firm

JAL/kpq  
Enclosures

MIA#2059949.01

CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.  
TAMPA ORLANDO PENSACOLA TALLAHASSEE WEST PALM BEACH ST. PETERSBURG MIAMI



**ARTICLES OF INCORPORATION  
OF  
BrandsLine.com, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Professional Service Corporation Act, adopts the following articles of incorporation for such corporation:

**ARTICLE I  
Name**

The name of the corporation is: **BrandsLine.com, Inc.**

**ARTICLE II  
Mailing Address**

The mailing address is 3590 North 31<sup>st</sup> Avenue, Hollywood, Florida 33021.

**ARTICLE III  
Stock**

The corporation shall have authority to issue 100,000 shares of \$1.00 par value common stock.

**ARTICLE IV  
Initial Registered Agent and Office**

The street address of its initial registered office is 100 S.E. Second Street, Suite 4000, Miami, Florida 33131. The name of its initial registered agent is Jose A. Loreda.

**ARTICLE V  
Incorporator**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Jose A. Loreda	100 S.E. Second Street Suite 4000 Miami, Florida 33131

**ARTICLE VI**  
**Initial Directors**

The corporation shall have two (2) director initially. The name and address of said initial director is:

<u>Name</u>	<u>Address</u>
Alan S. Cohen	3590 North 31 <sup>st</sup> Avenue Hollywood, Florida 33021.
Keith Haymes	Gables One Tower, Suite 1190 1320 South Dixie Highway Coral Gables, Florida 33146

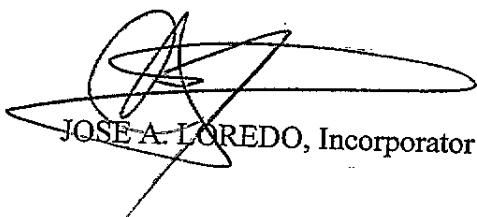
**ARTICLE VII**  
**Indemnification**

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages to the Corporation or any other person for any statement, vote, decision or failure to act, regarding corporate management or policy, as a director, except to the extent that such exemption from liability or limitation thereof is not permitted under the Florida Business Corporation Act.

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation or serves or served any other enterprises at the request of the Corporation. If the Florida Business Corporation Act is amended after the filing of these Articles of Incorporation of which this Article VII is a part to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

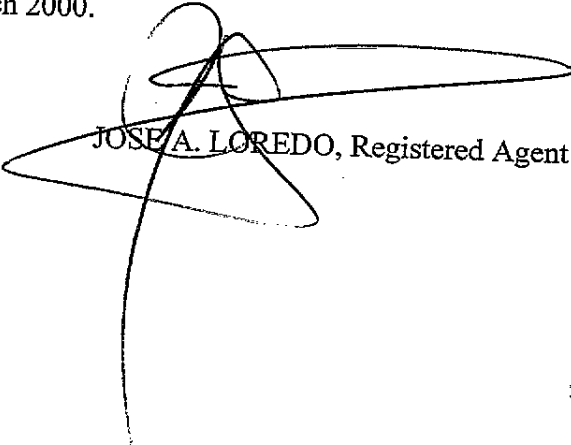
Dated this 15<sup>th</sup> day of March, 2000.

  
JOSE A. LOREDO, Incorporator

### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation; (i) I agree to act in this capacity; (ii) I agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties; and (iii) I accept the duties and obligations of acting as registered agent pursuant to Section 607.0505 of the Florida Business Corporation Act.

Dated this 10<sup>th</sup> day of March 2000.

  
JOSE A. LOREDO, Registered Agent

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00 MAR 13 PM 2:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA