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NEIL W. MACMILLAN
FILED
ATTORNEY AT LAW

00 JUN 22 AM 11:06

SECRETARY OF STATE J. B. GATOR MALL
TALLAHASSEE, FLORIDA E. JENSEN BEACH BLVD.
JENSEN BEACH, FLORIDA 34957

TEL: (561) 334-7377

FAX: (561) 334-0749

20 JUN 2000

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*****78.75 *****78.75

State of Florida
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314
ATTN: CORPORATE RECORDS

Re: Our file No. T-215
TEAM I.P. NOVELTIES, INC.

Dear Sir/Madam,

Happy to enclose our check in the amount of ^{78.75 per call} ~~\$122.50~~ for corporation, together with the original executed Articles and one copy.

Thank you and if you have any questions please advise.

Sincerely,

Neil W. MacMillan

Neil W. MacMillan

NWM/km

Encl. as stated above.

PH 6/26/00 ✓

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ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

TEAM I.P. NOVELTIES, INC.

ARTICLE I- NAME

The name of the Corporation shall be TEAM I.P. NOVELITES, INC.

ARTICLE II- DURATION

This corporation shall have perpetual existence.

ARTICLE III- PURPOSES

This corporation is organized for the purpose of transacting any and all business.

ARTICLE IV- CAPITAL STOCK

This corporation is authorized to offer and issue 1000 shares of \$1.00 par value common stock.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is:
1612 S.E. VILLAGE GREEN DRIVE, PORT ST. LUCIE, FLA. 34983. The name of the initial registered agent of this corporation at that address is RANDALL L. SPARKS. The principal address shall be the same.

ARTICLE VI- DIRECTORS

This corporation shall have one (1) director constituting its initial Board of Directors. The number of directors may be either increased or diminished from time to time by the By-laws of the corporation. The name and address of the initial Board of

Director is:

RANDALL L. SPARKS AT 1612 S.E. VILLAGE GREEN DRIVE
PORT ST. LUCIE, FLA. 34983

ARTICLE VII- INCORPORATOR

The name and address of the individual signing these Articles of Incorporation is:

RANDALL L. SPARKS AT 1612 S.E. VILLAGE GREEN DRIVE
PORT ST. LUCIE, FLA. 34983

ARTICLE VIII- INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE IX- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X- AMENDMENTS TO ARTICLES OF BY-LAWS

The Power to adopt, amend, alter, or repeal these Articles of corporation as well as the By-Laws of this corporation shall be reserved to the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 20 day of

June, 2000.

RANDALL L. SPARKS

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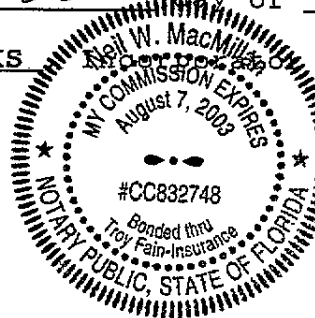
00 JUN 22 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing Articles of Incorporation were acknowledged
before me this 20 day of JUNE, 2000, by
RANDALL L. SPARKS of the foregoing corporation.



Neil W. MacMillan
NOTARY PUBLIC

MY COMMISSION EXPIRES: 7 Aug. 03

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process, for the above-stated corporation at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 20 day of JUNE, 2000.

RANDALL L. SPARKS
REGISTERED AGENT