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LAW OFFICES OF  
**JEFF TOMBERG, J.D., P.A.**  
P.O. Drawer EE  
626 S.E. 4th Street  
Boynton Beach, Florida 33435

Jeff Tomberg  
Board Certified Civil  
Trial Lawyer

November 17, 2000

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

Re: ACORN ADVERTISING SPECIALTIES, INC.

Gentlemen:

Enclosed is our check in the amount of \$75.00. Please file the attached corporation for ACORN ADVERTISING SPECIALTIES, INC., and return a copy of the Articles to this office when filed.

Thank you.

Very truly yours,

JEFF TOMBERG

JeT/ah

FILED  
00 NOV 27 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

✓ T. Burch NOV 30 2000

ARTICLES OF INCORPORATION  
of  
ACORN ADVERTISING SPECIALTIES, INC.

FILED  
00 NOV 27 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article I -- Name

The name of this corporation is ACORN ADVERTISING SPECIALTIES, INC..

Article II -- Duration

This corporation shall exist for a perpetual period of time.

Article III -- Purpose

This corporation is organized for the purpose of operating a promotional advertising business, and transacting any and all business which may be permitted under the laws of the State of Florida, and approved by the Board of Directors.

Article IV -- Capital Stock

This corporation is authorized to issue 100 shares of common stock at then (\$10.00) dollar par value.

Article V -- Capital Stock Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

Article VI -- 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 pro-rata share thereof (as nearly as may be done without the issuance of

fractional shares) at the price at which it is offered to others.

Article VII -- Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 626 S.E. 4th Street, Boynton Beach, Florida 33435. The name of the initial registered agent of this corporation at that address is JEFF TOMBERG.

Article VIII -- Principal Place of Business

The initial principal place of business is same.

Article IX -- Initial Board of Directors

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one.

The name and address of the initial director of this corporation is as follows:

NANCY CAMPBELL  
12780 Meadowbreeze Drive  
Wellington, Florida 33414

Article X -- Incorporator

The name and address of the person signing these articles is:

NANCY CAMPBELL  
12780 Meadowbreeze Drive  
Wellington, Florida 33414

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of November, 2000.

*Nancy Campbell* LS  
NANCY CAMPBELL

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, duly licensed to administer oaths and take acknowledgements, personally appeared NANCY CAMPBELL, who

           is personally known to me

✓ produced FL D/L 0514-638-50-759-0 as identification

who, after being duly sworn, on oath deposes and says that she has read the foregoing, and the facts contained therein are true to the best of her knowledge.

SWORN TO and subscribed before me this 17th day of November, 2000.

*Adele Holcomb*  
NOTARY PUBLIC, State of Florida

My commission expires:



ADELE HOLCOMB  
COMMISSION # CC 659620  
EXPIRES AUG 12, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

00 NOV 27 AM 8:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

The following is submitted pursuant to F.S. 48.091.

ACORN ADVERTISING SPECIALTIES, INC., organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 626 S.E. 4th Street, Boynton Beach, Florida 33435, has named JEFF TOMBERG, located at 626 S.E. 4th Street, Boynton Beach, Florida 33435, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in the Certificate, I hereby agree to accept in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

JEFF TOMBERG

LS