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1/12/01

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: QUICK ACCOUNTS, INC.

ACCT#: 119990000237

CONTACT: JERRY BEAVERS

PHONE: (561)433-0357

FAX #: (561)642-7794

NAME: Creative Products Development, Inc.

AUDIT NUMBER.....H00000065924

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1 PAGES.....5

CERT. COPIES.....1 DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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TALLAHASSEE, FLORIDA

*Trans requested
file date of 1-12-01*

B. REGISTER JAN 12 2001

**ARTICLES OF INCORPORATION
OF**

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Creative Products Development, Inc.

ARTICLE ONE

The name of the corporation is Creative Products Development, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 1000 shares of common stock with no par value.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$100.00, consisting of cash.

ARTICLE SIX

The street address of its initial office is 1311 Hoffner Ave, Orlando Fl.. 32809

ARTICLE SEVEN

The street address of its initial registered office is 1516 East Colonial Drive, The registered office is Orlando, Fl.. 32803, and the name of its initial registered agent at such address is David J. Pederson, Esq..

ARTICLE EIGHT

The number of directors constituting the initial board of directors is 1, and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Frank Amodeo
1311 Hoffner Ave
Orlando, Fl.. 32809

ARTICLE NINE

The initial officers of the corporation, and the names and addresses of the person or persons who are to serve as officers until the first meeting of the board of directors or until their successors are elected and qualified are:

President
Frank Amodeo
1311 Hoffner Ave.
Orlando, Fl. 32809

Secretary
Frank Amodeo
1311 Hoffner Ave.
Orlando, Fl. 32809

Treasurer
Frank Amodeo
1311 Hoffner Ave.
Orlando, Fl.

ARTICLE TEN

The Board of Directors is not empowered to make, alter or repeal the Bylaws of the Corporation without consent of the shareholders. The initial bylaws of the corporation are attached hereto and incorporated into these Articles by reference.

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ARTICLE ELEVEN

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The powers of the incorporators cease upon filing of the Articles of Incorporation.

ARTICLE TWELVE

Each stock certificate must carry a visible statement on the face of the security noting certain transfer restrictions exist including but not limited to the following; Transfer of the Corporation's securities is subject to certain rights and options granted to Creative Products Development, Inc.; Any transfer without an estoppel letter from Creative Products Development, Inc. may be void.

The name and address of each incorporator is:

Frank Amodeo
1311 Hoffner Ave.
Orlando, Fl. 32809

December 19, 2000

Frank Amodeo

Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

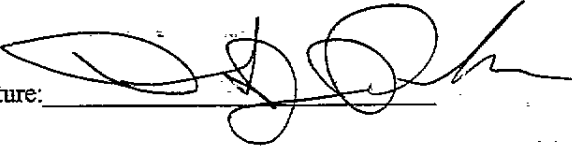
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Pursuant to the provision of Section 607.0501, Florida Statutes, the undersigned corporation (person or partnership) of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the company is Creative Products Development, Inc.

2. The name and address of the registered agent and office is:

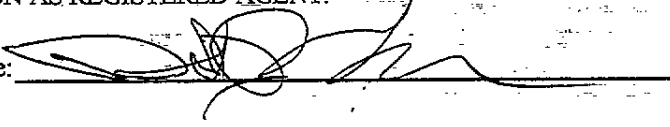
David J. Pederson, Esq.
1516 East Colonial Drive suite 110E
Orlando, FL 32803

Signature: 

Title:

Date: December 19, 2000

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Date: December 19, 2000

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