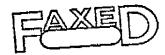
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Division of Corporations

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 27, 2001

PARCORP SERVICES

SUBJECT: INNOVATION, INC.

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FAX AUDIT NO. (((H01000030703 2

STATE OF FLORIDA

ARTICLES OF INCORPORATION OF

INNOVATION DISTRIBUTING, INC.

FIRST:

The corporate name that satisfies the requirements of Section 607.0401 is:

INNOVATION DISTRIBUTING, INC.

SECOND: The street address of the initial principal office of the corporation shall be 2404 NE 8TH AVENUE, WILTON MANORS, FL 33305 and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1000 shares of common stock having NO PAR VALUE

FIFTH: The street address of the initial registered office of the corporation is 2404 NE 8TH AVENUE, WILTON MANORS, FL 33305 the name of its initial registered agent at such address is MICHAEL NUGENT

SIXTH: This corporation is to exist PERPETUALLY

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is **TWO (2)** and the name(s) and address(es) of the person(s) who is/are to serve as Director(s) until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

DAVID LOWITZ 4095 CINNAMON WAY, WESTON, FL 33331

MICHAEL NUGENT 2404 NE 8TH AVENUE, WILTON MANORS, FL 33305

EIGHTH: The name and street address of the incorporator to these Articles of Incorporation: Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation

on MARCH 27, 2001

Michael J Jagoda, Incorporato

Preparer Info:

Michael J. Jagoda, 3108 S. Route 59, Ste. 124-363, Naperville, IL 60564

Parcorp Services, Ltd. - Phone: 877-603-2533

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

INNOVATION DISTRIBUTING, INC.

Acceptance by the Registered Agent as required in section 607.0501 (3) F.S.

MICHAEL NUGENT is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: MARCH 27, 2001

SIGNED BY:

MICHAEL NUGENT REGISTERED AGENT

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