CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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	Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search
	Officer Search Fictitious Owner Search
Signature	Vehicle Search Driving Record
Requested by: C 504 Name Date Time	UCC 1 or 3 File 1
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ARTICLES OF INCORPORATION OF CARRIB NOVELTY, INC.

The undersigned, acting as sole incorporator, hereby adopts these Articles of Incorporation and forms a profit corporation (the "Corporation") under Chapter 607 of the Florida Statutes (the "Act"), as follows:

I. NAME

The name of the Corporation is CARRIB NOVELTY, INC.

II. TERM OF EXISTENCE

The date when the corporate existence will commence is May 17, 2001 and will have perpetual existence thereafter.

III. PRINCIPAL OFFICE

The principal office of the Corporation is 2613 Colony Drive, Dunedin, FL 34698.

IV. CAPITAL STOCK

The Corporation is authorized to issue 100 shares of one dollar per share par value common stock, which will be designated Common Stock.

V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2613 Colony Drive, Dunedin, FL 34698, and the name of it's registered agent at such address is Cora Kidd.

VI. DIRECTORS

The Corporation will have one director initially. The number of directors may be increased or decreased from time to time by the bylaws of the Corporation, provided that the Corporation will always have at least one but

no more than five directors. The name and address of the initial director of the Corporation, who will serve until her successor(s) are duly elected are:

NAME

ADDRESS

Cora Kidd

2613 Colony Drive Dunedin, FL 34698

VII. INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation are:

NAME

ADDRESS

Cora Kidd

2613 Colony Drive Dunedin, FL 34698

VIII. BYLAWS

The power to adopt, alter or repeal bylaws will be vested in the Corporation's Board of Directors.

IX. INDEMNIFICATION

The Corporation will indemnify any director or officer or any former director or officer to the fullest extent permitted by law.

XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation on May 18, 2001.

Cora Kidd

Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and to accept service of process for the above stated Corporation, at the place designated herein, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated May 18, 2001

Cora Kidd

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SECREFAN OF STATE
AHASSEE, FLORIDA