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ARTICLES OF INCORPORATION OF

DIGITAL DREAMS DIRECT, INC.

THE UNDERSIGNED, acting as incorporator of a Corporation under the Florida Business

Corporation Act, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I - NAME

The name of this Corporation is: DIGITAL DREAMS DIRECT, INC.

ARTICLE II - DURATION

The duration of this Corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is to engage in any lawful act or activities for

which corporations may be organized under the laws of the State of Florida.

ARTICLE IV - MAILING ADDRESS OF CORPORATION

The mailing address of the business is The mailing address of the business is 19440 Preserve Drive,

Boca Raton, Florida 33498 and the principal place of business of this Corporation is 19440 Preserve Drive,

Boca Raton, Florida 33498.

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ARTICLE V - STOCK

The aggregate number of shares which this Corporation shall have authority to issue is 10,000

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shares of common voting stock at \$0.01 par value.

Prepared by: Michael J Posner 4420 Beacon Circle, Suite 100 West Palm Beach, Florida 33407 Bar No: 525685 561/842-3000

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ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of this Corporation's initial registered office in Florida is 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Irwin Gilbert, Esq.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>

Address

Randall Caruso

19440 Preserve Drive, Boca Raton, Florida 33498.

DATED this <u>22</u> day of June, 2001.

Randall Cariso (Incorporator)

STATE OF FLORIDA; COUNTY OF PALM BEACH) ss: ¹

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Randall Caruso, to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this $\frac{\partial 2}{\partial x}$ day of June, 2001.

Notary Public

My Commission Expires:

LAURA J KRUGER MY COMMISSION # CC 919849 EXPIRES: May 22, 2004 1-8003-NGTARY R. Notary Service & Bonding, Inc.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

ACKNOWLEDGMENT:

Having been named to accept service of process for DIGITAL DREAMS DIRECT, INC., at the initial registered office of the Corporation in this State designated in its Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Section 607.0505 Florida Statutes.

Date: June 22, 2001.

Irwin Gilbert

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