

*ALSO ADMITTED IN ILLINOIS

3426 West Kennedy Boulevard Tampa, Florida 33609-2906 (813)-353-9500 FAX (813)-350-0300

July 25, 2001

Secretary of State Division of Corporations Filing Department P.O. Box 6327 Tallahassee, Florida 32314

Re: BRB Inflatables, Inc.

4(1000450634--3 -07/30/01--01073--022 *****70.00 ******70.00

Dear Sir or Madam:

Enclosed herein please find the original and one copy of proposed Articles of Incorporation for BRB Inflatables, Inc, together with our check in the amount of \$70.00 in payment of the filing fee.

Please return the certified copy of the Articles of Incorporation to the undesigned. Should you have any questions, please do not hesitate to call.

Very truly yours,

Neil S. Scheent

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Enclosures

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ARTICLES OF INCORPORATION

OF

BRB INFLATABLES, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is BRB INFLATABLES, INC.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSE

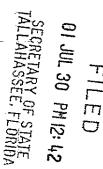
The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is ONE THOUSAND (1,000). Such shares shall be of a single class, and shall have a par value of One (\$1.00) Dollar.

ARTICLE V - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3426 W. Kennedy Blvd., Tampa, FL-33609, and the name of the initial registered agent at such address is Neil S. Schecht.



ARTICLE VI - PRINCIPAL OFFICE

The principal office of the corporation is 4507 Bloomsbury Court, Tampa, FL 33624.

ARTICLE VII - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is One

(1). The name and address of the person who is to serve as a member of the initial board of directors is:

Name Address

Janet Wyckoff 4507 Bloomsbury Court, Tampa, FL 33624

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Name Address

Neil S. Schecht 3426 W. Kennedy Blvd. Tampa, FL 33609

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of July, 2001.

NEIL S. SCHECHT, INCORPORATOR

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared NEIL S. SCHECHT, known to me to be the person who executed the foregoing Articles of Incorporation, who is personally known to me and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 25th day of July, 2001.



NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for BRB INFLATABLES, INC., at the place designated in the Articles of Incorporation, NEIL S. SCHECHT agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open said office.

DATED this 25th day of July, 2001.

NEIL S. SCHECHT

