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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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August 1, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: NEWELL ENTERPRISES, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50 payable to the Secretary of State.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation, and Fee for Registered Agent Designation for the above named corporation.

Respectfully submitted,

Frank N. Butler

Frank N. Butler
President

NEWELL ENTERPRISES, INC.
703 Bel Air Avenue
Sun City Center, FL 33573

(813) 645-1208

D. BROWN AUG - 8 2001 ✓

ARTICLES OF INCORPORATION

OF

NEWELL ENTERPRISES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers(s) to the Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is: NEWELL ENTERPRISES, INC.

ARTICLE II – DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III – PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The corporation is authorized to issue One Thousand shares (1000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NEWELL ENTERPRISES, INC.
703 Bel Air Avenue
Sun City Center, FL 33573

The name and address of the Initial Registered Agent of this corporation is:

Frank N. Butler
703 Bel Air Avenue
Sun City Center, FL 33573

ARTICLE VI – INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is as follows:

Frank N. Butler
703 Bel Air Avenue
Sun City Center, FL 33573

ARTICLE VII – INCORPORATORS

The name and address of the Incorporator signing these Articles of Incorporation is as follows:

Frank N. Butler
703 Bel Air Avenue
Sun City Center, FL 33573

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day August, 2001.

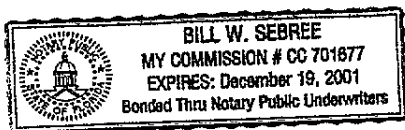
Frank N. Butler
Frank N. Butler

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Frank N. Butler, known by me to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed these Articles of Incorporation and that an oath was not taken.

Notary Stamp Seal:

Witness my hand and official seal in the County and State last aforesaid this 1st day of August, 2001.



Bill W. Sebree
Notary Signature Bill W. Sebree

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

NEWELL ENTERPRISES, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

At 703 Bel Air Avenue
Sun City Center, FL 33573

Has named Frank N. Butler, located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with provisions of Florida Law in keeping open said office.

Frank N. Butler
Registered Agent Signature, Frank N. Butler