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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Division of Corporations

Fax Number : (850)205-038L

From:

: CORPORATE CREATIONS INTERNATIONAL INC. Account Name

Account Number : 110432003053 Phone : (305)672-0686

Fax Number : (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Spy Shops International Inc.

Certificate of Status	1
Certified Copy	0
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Corporate Filing

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Spy Shops International Inc.

SECRETARY OF STATE DIVISION OF CORPORATION OF CORPORATION OR JAN 30 PM 3: 53

Article II. Address

The Corporation's mailing address is: Spy Shops International Inc. 600 West Oakland Park Boulevard Ft. Lauderdale FL 33311

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Corporate Creations Network Inc. 941 Fourth Street #200 Miami Beach FL 33139

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Rodolfo Salvador

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686 H02000026447

Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on January 30, 2002.

The undersigned incorporator executed these Articles of Incorporation on January 30, 2002

CORPORATE CREATIONS INTERNATIONAL INC.

Randy A. Fernandez Vice President

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Spy Shops International Inc.

REGISTERED AGENT/OFFICE:

Corporate Creations Network Inc. 941 Fourth Street #200 Miami Beach FL 33139

SECRETARY OF STATE STATE SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
ON INMINING PM 3:53

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CORPORATE CREATIONS NETWORK INC. Randy A. Fernandez, Vice President

Date: January 30, 2002

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686