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PLEASE REPLY TO: ORLANDO

February 28, 2002

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TALLAHASSEE FLORIDA

OF COUNSEL

ROBERT J. JACK
DAVID H. POPPER

ADMINISTRATOR
W. SCOTT PETERSON

VIA CERTIFIED MAIL
RETURN RECEIPT NO.: 7099 3220 0010 4894 8145

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

600005043966--4
-03/05/02--01055--003
****140.00 *****70.00

RE: Global Concept Development Corp. and
Global Product Innovations Corp.
Our File No.: 700217

Ladies and Gentlemen:

Enclosed for filing on behalf of the two above-referenced corporations are the original Articles of Incorporation. Also enclosed is our client's check in the amount of \$140.00 as payment of the \$35.00 filing fee and \$35.00 registered agent designation fee per corporation.

In addition, enclosed are duplicate copies of the two Articles of Incorporation. Please stamp the enclosed duplicate copies and return them to us. We do not need certified

3/12/02

Florida Department of State
Division of Corporations
February 28, 2002
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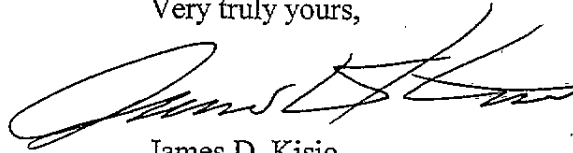
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

If you have any questions regarding the enclosed, please contact the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "James D. Kisio", written over a horizontal line.

James D. Kisio

JDK/efw

Enclosures

cc: Mr. Michael P. Hagerty

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ARTICLES OF INCORPORATION
of
GLOBAL PRODUCT INNOVATIONS CORP.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation is **Global Product Innovations Corp.**

ARTICLE II - PRINCIPAL OFFICE

The principal office address and the mailing address of this corporation shall be 9838 Lake Louise Drive, Windermere, Florida 34786.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "common shares."

ARTICLE VI - REGISTERED AGENT AND ADDRESS

The registered agent of the corporation shall be Michael P. Hagerty, and the registered office address of the corporation in the State of Florida shall be 9838 Lake Louise Drive, Windermere, Florida 34786.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The names and addresses of the persons who shall serve as directors until the first annual meeting of shareholders, or until their successors shall have been elected and qualified, are as follows:

Michael P. Hagerty
9838 Lake Louise Drive
Windermere, Florida 34786

ARTICLE VIII - INCORPORATOR

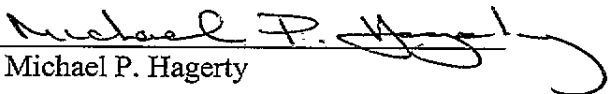
The name and address of the incorporator of this corporation are:

Michael P. Hagerty
9838 Lake Louise Drive
Windermere, Florida 34786

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation this 26 day of February 2002.


Michael P. Hagerty

CERTIFICATE OF DESIGNATION
of
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Global Product Innovations Corp.
9838 Lake Louise Drive
Windermere, Florida 34786

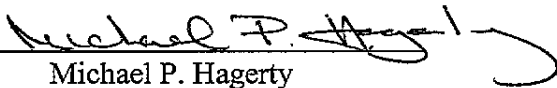
2. The name and address of the registered agent and office are:

Michael P. Hagerty
9838 Lake Louise Drive
Windermere, Florida 34786

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: February 26, 2002


Michael P. Hagerty