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Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

THE IDEA FACTORY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida Corporation is:
The Idea Factory, Inc.

Article II. Address

The Corporation's mailing address is:
PO Box 480295
Delray Beach, FL 33448

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Judson L. Cohen
150 W. Flagler St. #2600
Miami, FL 33130

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Ronald Reckseit
M. Dan Kozan
Harvey Baron

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. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

American Incorporators Ltd.
1220 North Market Street
Wilmington, DE 19801
800-421-2661

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Article V. Capital Stock

The Corporation shall have the authority to issue 120 shares of common stock with a dollar (1.00) par value.


Article VI. Incorporator

The name and address of the incorporator is:
Jennifer M. Crone
1220 Market Street
Suite 606
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on April 17, 2002.

The undersigned incorporator executed these Articles of Incorporation on April 17, 2002,


Jennifer M. Crone
Incorporator

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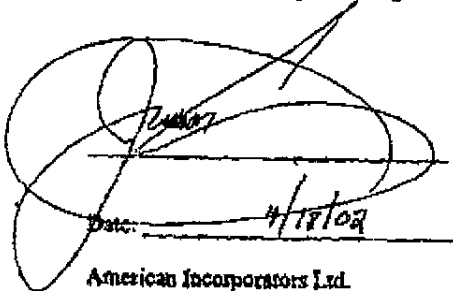
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
The Idea Factory, Inc.

REGISTERED AGENT/OFFICE
Judson L. Cohen
150 W. Flagler St. #2600
Miami, FL 33130

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.


Date: 4/18/02

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