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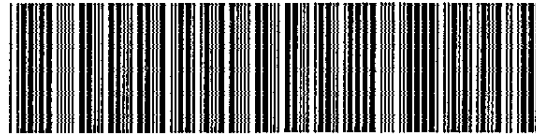
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICE OF
KATHRYN M. O'BRIEN

KATHRYN M. O'BRIEN

Attorney and
Counselor at Law

31-57TH Street N
St. Petersburg, FL 33710

Telephone (727) 345-6647
Telecopier (727) 345-6732

February 12, 2004

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

**RE: BRIGHT IDEAS OF WEST FLORIDA, INC.
A FLORIDA CORPORATION**

Dear Sir or Madam:

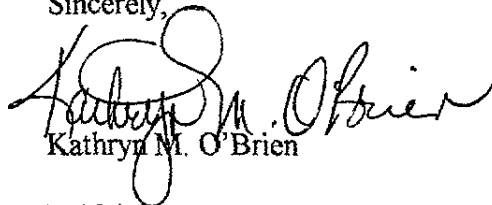
Enclosed are the Articles of Incorporation and Registered Agent Certificate for BRIGHT IDEAS OF WEST FLORIDA, INC., A FLORIDA CORPORATION, along with a check in the amount of Seventy Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee, registered agent designation and a certified copy.

Upon filing the Articles of Incorporation, please return a certified copy to this office at your earliest convenience.

If you have any questions, please do not hesitate to contact my office.

Thank you in advance for your courtesy and cooperation in this matter.

Sincerely,



Kathryn M. O'Brien

KOB/td
enclosures
cc: David Gilson

**ARTICLES OF INCORPORATION OF
BRIGHT IDEAS OF WEST FLORIDA, INC.,
A Florida Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: BRIGHT IDEAS OF WEST FLORIDA, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is: any and all activity or business permitted under the laws of the United States and the State of Florida, including but not limited to wholesale and retail sales and distribution of illumination products.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock with a par value of \$1.00.

ARTICLE IV

The corporation is to exist perpetually.

ARTICLE V

The initial post office address of the principal office of this corporation in the State of Florida is: BRIGHT IDEAS OF WEST FLORIDA, INC., 10731 Earhart Dr., New Port

Richey, Florida 34654

ARTICLE VI

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stock holders.

ARTICLE VII

The names and post office address of the first Board of Directors is:

David Gilson
10731 Earhart Drive
New Port Richey, FL 34654

Robert Waulk
4994 17th Avenue North
St. Petersburg, FL 33710

ARTICLE VIII

The street address of the initial registered office of the corporation shall be 31- 57th Street North, St. Petersburg, Florida 33710 and the name of the initial registered agent of the corporation is Kathryn M. O'Brien, Esq.

ARTICLE IX

The corporation shall have the right of first refusal to purchase the shares of stock of any shareholder before it is offered for sale or transfer to others, including but not limited to existing shareholders and or their spouses, heirs and beneficiaries.

ARTICLE X

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XI

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XII

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII

The name and address of the Incorporator signing these articles is:

David Gilson
10731 Earhart Dr.
New Port Richey, FL 34654

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 5th day of February, 2004.



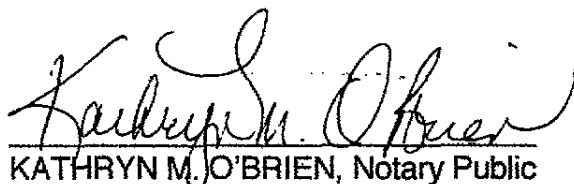
David Gilson

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David Gilson who is personally

known to me to be the person who executed the foregoing Articles of Incorporation,
and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County
above, this 5th day of February, 2004.



KATHRYN M. O'BRIEN, Notary Public
My Commission Expires:
Commission No.:



Kathryn M. O'Brien
MY COMMISSION # DD230360 EXPIRES
July 9, 2007
BONDED THRU TROY FAIR INSURANCE, INC.

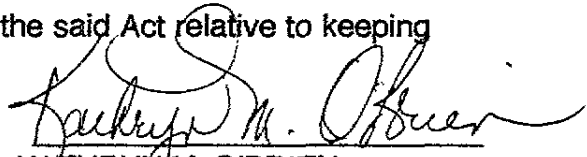
REGISTERED AGENT CERTIFICATE

Pursuant to Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

BRIGHT IDEAS OF WEST FLORIDA, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in its Articles of Incorporation, at 10731 Earhart Drive, New Port Richey, Florida 34654 has named Kathryn M. O'Brien, Esq., at 31 - 57th Street North, St. Petersburg, Florida 33710 as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

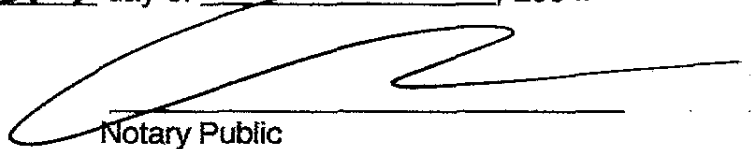
Having been named to accept service of process for the above-styled corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the said Act relative to keeping open said office.


KATHRYN M. O'BRIEN

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME personally appeared Kathryn M. O'Brien who is personally known to me and who executed the foregoing instrument and she acknowledged to and before me that she executed the said instrument for the purposes therein expressed.

WITNESS MY hand and seal this 5th day of Feb., 2004.


Notary Public
Commission No.:
My Commission Expires:



W.G. Boetick Jr.
My Commission DD090720
Expires February 10, 2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA