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CAPITAL CONNECTION

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FLORIDA PROFIT CORPORATION OR P.A.

ACCESSORY CONCEPT CONSULTANTS, INC.

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CAPITAL CONNECTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

ACCESSORY CONCEPT CONSULTANTS, INC.

A Florida For Profit Corporation

Preamble

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I

Corporate Name

The name of this corporation shall be ACCESSORY CONCEPT CONSULTANTS, INC. The business address of the corporation is 1564 Oakadia Lane, Clearwater, FLORIDA 33764

ARTICLE II

Corporate Duration

This corporation shall have a perpetual existence.

ARTICLE III

Corporate Purpose

This corporation is organized for the purpose of transacting any and all lawful business including but not limited to consultation.

ARTICLE IV

Corporate Stock

The aggregate number of shares that the corporation is authorized to issue is 1,000,000 shares of common stock. The par value of the shares is \$1.00 per share.

ARTICLE V

Initial Registered Agent and Registered Office

The name of the initial registered agent of the corporation is Bruce G. Kaufmann, J. D., P. A.

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The address of the initial registered office of the corporation is Bruce G. Kaufmann, J.D., P.A., 1564 Oakadia Lane, Clearwater, FLORIDA 33764

ARTICLE VI
Board of Directors

The management and control of the corporation shall be vested in a Board of Directors of one or more directors, as provided by the By-Laws of the corporation, said Board to be elected by the stockholders of the corporation at the regular meeting of said stockholders.

If State law so provides, then upon the unanimous written agreement of all the stockholders of the corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable State law. The names and addresses of the first Board of Directors of the corporation are:

Tammy LaBruyere
917 Brent Dr.
Wantagh, NY 11793

Richard Skaggs
13536 Feather Sound Circle West
Apt. 1601
Clearwater, FL 33762

Until the first meeting of stockholders, management and control of this corporation shall be vested in the above Board composed of two director. This director shall hold office until his successors are duly elected and qualified.

ARTICLE VII
Officers

The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer and such other officers as the Board from time to time shall designate. Until the first Board of Directors meeting and until officers are selected, the following named persons shall hold the below designated offices until their successors are elected and qualified:

President: Tammy LaBruyere
Secretary: Richard Skaggs

ARTICLE VIII
Incorporator

The name and address of the incorporator of the corporation is: Bruce G.

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Kaufmann, J.D., P.A., 1564 Oakadia Lane, Clearwater, FLORIDA 33764

ARTICLE IX
Indemnification

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit, or proceeding, including any appeal thereof: provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X
By-Laws

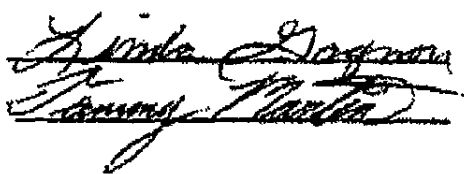
The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE XI
Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 22 day of April, 2004.

WITNESSES:



Bruce G. Kaufmann, J.D., P.A., as
Incorporator

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CAPITAL CONNECTION

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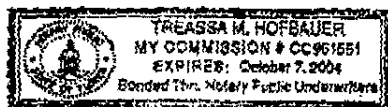
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STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared Bruce G. Kaufmann, J.D., P.A., as Incorporator, to me well known to be the person described in and who acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 22 day of April, 2004.



Treassa M Hoffbauer
Notary Public

My Commission Expires: 10-7-04

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CAPITAL CONNECTION

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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: ACCESSORY CONCEPT CONSULTANTS,
INC.
2. The name and address of the registered agent and office is:

BRUCE G. KAUFMANN, J.D.,
8463 PARK BOULEVARD
SEMINOLE, FL 33777
Tel. 727 - 320-8721

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.


Signature

4.22.2004
Date

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