

**Electronic Articles of Incorporation
For**

P04000115527
FILED
August 09, 2004
Sec. Of State
jshivers

BROOKSTONE MANAGEMENT, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BROOKSTONE MANAGEMENT, INC.

Article II

The principal place of business address:

3400 S.W. THIRD AVENUE
MIAMI, FL. 33145

The mailing address of the corporation is:

1021 ALMERIA AVENUE
CORAL GABLES, FL. 33134

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100 SHARES

Article V

The name and Florida street address of the registered agent is:

PATRICIA DAGER
1021 ALMERIA AVENUE
CORAL GABLES, FL. 33134

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: PATRICIA DAGER

Article VI

The name and address of the incorporator is:

CARL A. SPATZ
3400 S.W. THIRD AVENUE
MIAMI, FLORIDA 33145

Incorporator Signature: CARL A. SPATZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P/D
ROBERT WAGNER
811 MALAGA AVENUE
CORAL GABLES, FL. 33134

Title: SEC
ROGER IVENS
1021 ALMERIA AVENUE
CORAL GABLES, FL. 33134

Article VIII

The effective date for this corporation shall be:

08/09/2004