

P95000006439

L.L. KEITH, P.C.  
A PROFESSIONAL CORPORATION

9858 W. Glades Road • Suite 1100 • Boca Raton, Florida 33434  
Tel. (800) 554-4474  
Beeper (407) 751-5313  
Fax (800) 554-4474

January 18, 1995

Respond to \_\_\_\_\_ Office

Division of Corporations  
4-9 E. Gaines Street  
Tallahassee, Florida 32399

40000013186054  
-01/20/95--01095--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Corporate filing on behalf of Successories U.S.A., Inc.

Dear Sir/Madam:

Enclosed please find for filing the Certificate of Incorporation for the above named company. We have provided herein an original and one copy, plus a check for the filing fee.

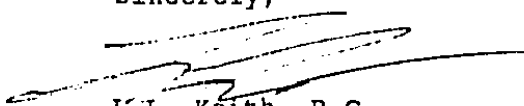
Please direct the notification letter via FED. EXP. ( envelope enclosed), or any further inquiry, to our office at the following address:

L.L. Keith, P.C.  
9858 W. Glades Rd., Suite 1100  
Boca Raton, FL 33434

Telephone: 1-800-554-4474  
407-751-9780

Thank you for your prompt attention to this matter.

Sincerely,

  
L.L. Keith, P.C.

OKB 1/25/95

FILED  
1995 JAN 20 PM 12:30  
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION  
OF  
SUCCESSORIES U.S.A., INC.

FILED  
1935 JAN 20 PM 12:3  
STATE  
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of said State of Florida.

ARTICLE I

The name of the corporation shall be: SUCCESSORIES U.S.A., INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

The amount of capital with which the corporation will begin business shall be the sum of not less than ONE THOUSAND (\$1,000.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

The principal street address of the corporation shall be:

20855 N.E. 16th Avenue  
Building C-1  
North Miami Beach, Florida 33179

ARTICLE VII

The number of directors of the corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and addresses of the members of the initial Board of Directors of this corporation are as follows:

Irene Lilien - 20855 N.E. 16th Ave., Bldg. C-9,  
N. Miami Bch. FL. 33179

Joseph Lilien - 20855 N.E. 16th Ave., Bldg. C-9  
N. Miami Beach, FL 33179

ARTICLE IX

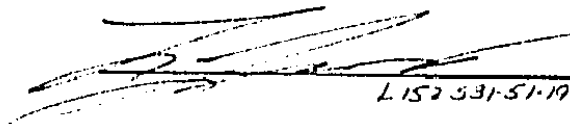
The names and street addresses of the person signing these articles of incorporation as subscribed is as follows:

Lance Levenstein  
9858 W. Glades Rd., Suite 1100  
Boca Raton, FL 33434

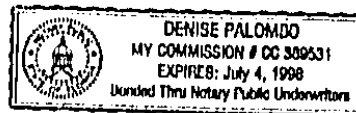
ARTICLE X

The registered agent for the corporation shall be Irene Lillion (Per Attached Certificate of Designation)

IN WITNESS WHEREOF, the undersigned Lance K. Levenstein, a natural person, competent to contract, has hereunto set his hand and seal this 19<sup>th</sup> day of <sup>(1995)</sup> December, 1995.  
JAN

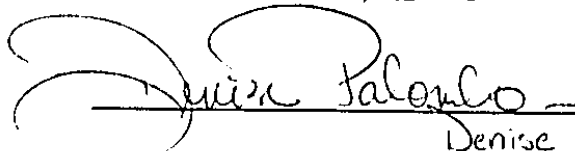
 (SEAL)  
L 152 531-51-191-0 Fr

STATE OF FLORIDA  
COUNTY OF



BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Lance Levenstein and well known to me to be the individual described in and who executed the foregoing Articles of Incorporation, freely and voluntarily for the purpose expressed herein.

WITNESS my hand and official seal this 19<sup>th</sup> day of January 1995.

  
Denise Palombo

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

SUCCESSORIES U.S.A., INC.

In pursuance of Chapter 607.34, Florida Statutes, the following is  
submitted in compliance of said Act:

First-That Successories U.S.A., Inc. desiring to organize under the  
laws of the State of Florida with its principal office, as  
indicated in the Articles of Incorporation, at city of N. Miami  
Beach, County of Dade, State of Florida has named Irene Lillian  
located at 20855 N.E. 16th Ave., N. Miami Beach, Florida, County of  
Dade, State of Florida, as its agent to accept service of process  
within this state.

ACKNOWLEDGEMENT:

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

By 

Registered Agent

FILED  
1995 JAN 20 PM 12:30  
TALLAHASSEE, FLORIDA