HAROLD'S STAMPS & COLLECTIBLES, INC. POST OFFICE BOX 669 CAPE CORAL, FLORIDA 33910

Corporate Records Bureau Division of Corporations Department of State P.Ö. Box 6327 Tallahassee, FL 32301

1 UUU U 1 40 49 2 1 -02/14/95--01011 --009 ****122.50 ****122.50

Gentlemen:

As Incorporator of the above named corporation, I am requesting a Charter from the State of Florida in order to start a business as a corporation in Florida.

Enclosed are the following papers, together with our check:

- a) Original and one copy of Certificate of Incorporation for filing and approval by your office;
- b) Certificate of Registered Agent;
- c) Check to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate. \$52.50 for certified copy. \$35.00 for Registered Agent Designation.

Please return certified copy as soon as possible.

Very truly yours,

HAROLD BERNSTEIN

. enclosure

2 d10 406 148 2428 005, 151/2



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 15, 1995

HAROLD BERNSTEIN
HAROLD'S STAMPS & COLLECTIBLES, INC.
P.O. BOX 669
CAPE CORAL, FL 33910

SUBJECT: HAROLD'S STAMPS & COLLECTIBLES, INC.

Ref. Number: W95000003438

We have received your document for HAROLD'S STAMPS & COLLECTIBLES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

A post office box is not an acceptable address for the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton Corporate Specialist

Letter Number: 895A00006703

ARTICLES OF INCORPORATION

OF

HAROLD'S STAMPS & COLLECTIBLES, INC.

ARTICLE I.

The name of this corporation is:

HAROLD'S STAMPS & COLLECTIBLES, INC.

The address is:

POST OFFICE BOX 669

CAPE CORAL, FLORIDA 33910

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business, permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock with a par value of \$1 (one dollar) per share.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

HAROLD BERNSTEIN

2530 S. E. 24TH COURT

CAPE CORAL, FLORIDA 33910

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have (1) director initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The name of the initial director of this Corporation and the street address is:

HAROLD BERNSTEIN

P O BOX 669

CAPE CORAL, FLORIDA 33910

The persons named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

HAROLD BERNSTEIN

POST OFFICE BOX 669

CAPE CORAL, FLORIDA 33910

ARTICLE IX. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

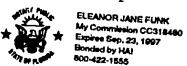
IN WITNESS WHEREOF, the undersigned, HAROLD BERNSTEIN, Incorporator, has executed the foregoing Articles of Incorporation on the day of the undersigned, 1995.

HAROLD BERNSTEIN

INCORPORATOR

HAROLD BERNSTEIN, to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the day of the subscribed to these Articles of Incorporation on the day of the subscribed to the subscr

My commission expires:



Notary Public

I hereby am familiar with and accept the duties and responsibilities as registered agent for HAROLD'S STAMPS & COLLECTIBLES, INC.

HAROLD BERNSTEIN

REGISTERED AGENT

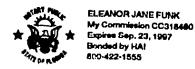
BEFORE ME, a Notary Public, personally appeared HAROLD BERNSTEIN, to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

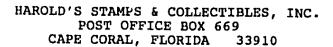
WITNESS my hand and official seal this

_ day of

Notary Public

My Commission expires:





PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That HAROLD'S STAMPS & COLLECTIBLES, INC., is desiring to organize or qualify under the law of the State of Florida with its principal mailing address at Post office box 669, Cape Coral, State of Florida, 33910, has named Harold Bernstein, 2530 S. E. 24th Court, Cape Coral, Florida 33904, as its agent to accept service of process within Florida.

HAROLD BERNSTEIN

INCORPORATOR

2/8/95

Date

Having been named to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

HAROLD BERNSTEIN Registered Agent

Date