



Prentice Hall Legal & Financial Services

ATTN: LEGAL (904) 222-7495

1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

Not a ...

P95000017236

- | | |
|-----------------------------------------------------|----------------------------------------------------------------------|
| <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Annual Report | <input type="checkbox"/> Name Reservation |
| <input type="checkbox"/> Change of Registered Agent | <input type="checkbox"/> Name Registration |
| <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Non-Profit/Articles of Incorporation |
| <input type="checkbox"/> Domestication | <input type="checkbox"/> Other |
| <input type="checkbox"/> Fictitious Business Name | <input checked="" type="checkbox"/> Profit/Articles of Incorporation |
| <input type="checkbox"/> Foreign - Profit | <input type="checkbox"/> Reinstatement |
| <input type="checkbox"/> Foreign - Non-Profit | <input type="checkbox"/> Resignation of R.A., Off/Dir |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Trademark |
| <input type="checkbox"/> Limited Liability | <input type="checkbox"/> UCC/Filing 1 |
| <input type="checkbox"/> Mtr. Veh | <input type="checkbox"/> UCC/Filing 3 |

- | | |
|----------------------------------------------------|-----------------------------------------------|
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photocopy | <input type="checkbox"/> Good Standing |
| <input type="checkbox"/> Corporate Print-Out | <input type="checkbox"/> R.A., Off/Dir Search |
| <input type="checkbox"/> Fictitious/Owner Search | |

(☒) Walk in () Call if Problem () Will Wait (☒) Pick up 3 2 12 11:00
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Alma BY: Angela
BRANCH RECEIVING: 62 BY: Angela
REF/JOB # 31-95-62411
CLIENT MATTER # _____
SAME DAY ☒ 24 HR _____ ROUTINE _____
VERBAL REQUESTED: YES OR ☒ NO
DATE SENT: 1/1 MAIL FAX _____ FED EXP. _____
FILED: 1/1
SENT TO BRANCH ☒ CLIENT _____
SPECIAL INSTRUCTIONS _____

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/	_____
SPEC. HANDL	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

ARTICLES OF INCORPORATION

OF

NWL, INC.

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is NWL, INC..

SECOND: The street address, wherever located, of the principal office of the Corporation is 3500 Three First National Plaza, Chicago, Illinois 60602.

The mailing address, wherever located, of the Corporation is 3500 Three First National Plaza, Chicago, Illinois 60602

THIRD: The number of shares that the Corporation is authorized to issue is Ten Thousand (10,000), all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the Corporation in the State of Florida is c/o The Prentice-Hall Corporation System, Inc., 1201 Hays Street, Suite 105, Tallahassee, Florida 32301.

The name of the initial registered agent of the Corporation at the said registered office is The Prentice-Hall Corporation System, Inc.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

Jack D. Jester

ADDRESS

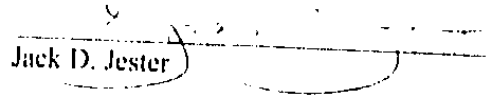
3500 Three First National Plaza
Chicago, Illinois 60602

SIXTH The purpose for which the Corporation is organized is to engage in all lawful business activities for which a corporation may be organized under the Florida Business Corporation Act

SEVENTH The duration of the Corporation shall be perpetual.

EIGHTH The Corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under by Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

Signed on March 1, 1995


Jack D. Jester

Having been named as registered agent and to accept service of process for the above named Corporation at the place designated in these Articles of Incorporation, 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.

THE PRENTICE-HALL CORPORATION
SYSTEM, INC.

By: 
Kenneth A. [unclear]
Date: March 1, 1995