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C T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, ntc. 200
Address
Tallahassee, FL 32301 (904) 656-0290
City State Zip Phone

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CORPORATION(S) NAME

Handwritten: Hancock Design Studio Inc.

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| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> CUS /S/S |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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ARTICLES OF INCORPORATION

OF

HANCOCK & HANCOCK DESIGN STUDIO, INC.

THE UNDERSIGNED, being a natural person, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a business corporation pursuant to the provisions of the Florida General Corporation Act.

FIRST: The name of the corporation (hereinafter called the corporation) is HANCOCK & HANCOCK DESIGN STUDIO, INC.

SECOND: The street address of the principal office is 1400 3rd Street South, Naples, Florida, 33940.

THIRD: The purposes for which the corporation is initially organized, which shall continue to be the purposes of the corporation until and if the same shall be amended pursuant to the provisions of the Florida General Corporation Act, and which shall include the authority of the corporation to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act, are as follows:

To have all of the powers conferred upon corporations organized under the Florida General Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000), all of which are without par value and are of the same class and are to be shares of Common Stock.

FIFTH: No holder of any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations, and associations, and for such lawful consideration, and on such terms,

as the Board of Directors in its discretion may determine, without first offering the same, or any thereof, to any said holder.

SIXTH: The street address of the initial registered office of the corporation is c/o CT Corporation System, 1200 S. Pine Island Rd., Plantation, Florida, 33324, and the name of its initial registered agent at such address is CT Corporation System.

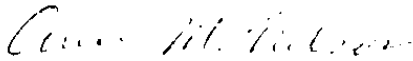
SEVENTH: The name and address of the incorporator is:

Ann M. Nelson
Much Shollist Freed Denenberg & Ament, P.C.
200 N. LaSalle St.
Suite 2100
Chicago, Illinois 60601

EIGHTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida General 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 any By-Law, agreement, 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 or officer, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

NINTH: The duration of the corporation is perpetual.

Signed on February 28, 1995.



Ann M. Nelson, Incorporator

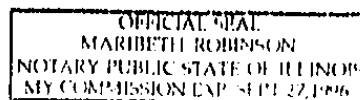
STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 28th day of February 1995, before me, a Notary Public in and for the State and county aforesaid, personally appeared Ann M. Nelson, who is to me known to be the person named as the incorporator in the foregoing Articles of Incorporation of Hancock & Hancock Design Studio, Inc., and who duly acknowledged to me that she signed said Articles of Incorporation as the incorporator of said corporation.

Witness my hand and seal of office on the day and year aforesaid.

Maribeth Robinson
Notary Public

Commission expires: 12/1/96



Acceptance by the Registered Agent:

CT Corporation System is familiar with and accepts
the obligations provided for in Florida General
Corporation Act Section 607.325.

CT CORPORATION SYSTEM

By: James H. Hays
Its:

DONALD L. HAYES
SPECIAL AGENT IN CHARGE
ARY

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