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TALLAHASSEE, FL 32301

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PRETEXT BUREAU
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 072100000032

REFERENCE : 641083 81740A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 13, 1995

ORDER TIME : 10:42 AM

ORDER NO. : 641083

CUSTOMER NO: 81740A

CUSTOMER: Marguerite Shaffer, Legal Asst
ROGER L. SHAFFER, ESQ

Suite 270
2500 N. Military Trail
Boca Raton, FL 33431

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-07/13/95--01048--008
****122.50 ****122.50

DOMESTIC FILING

NAME: DESIGNER DECK OF FLORIDA, INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS: T. BROWN JUL 13 1995

FILED
95 JUL 13 PM 6:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Designer Deck of Florida, Inc.**

FILED
95 JUL 13 PM 6:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation is Designer Deck of Florida, Inc.
The mailing address of the corporation is 2500 N. Military Trail,
Suite 270, Boca Raton, Florida, 33431.

ARTICLE II: DURATION

This corporation shall have perpetual existence.

ARTICLE III: PURPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporations Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V: PRE-EMPTIVE RIGHTS

Every share holder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2500 N. Military Trail, Suite 270, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is Roger L. Shaffer, Jr.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Barry Spiers
35 Elmsley Drive
Richmond Hill, Ontario
L4C 8N7

Sandra Spiers
35 Elmsley Drive
Richmond Hill, Ontario
L4C 8N7

Marc G. zum Tobel
5859A Fox Hollow Drive
Boca Raton, Florida 33486

Renate zum Tobel
5859A Fox Hollow Drive
Boca Raton, Florida 33486

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles is:

Roger L. Shaffer, Jr.
2500 N. Military Trail
Suite 270
Boca Raton, Florida 33431

ARTICLE IX: INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

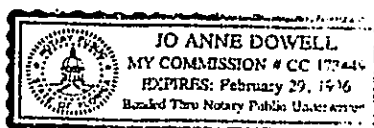
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of July, 1995.

R. L. Shaffer, Jr.
Roger L. Shaffer, Jr.

STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, personally appeared Roger L. Shaffer, Jr. who is personally known to me to be the person described in, or who produced as identification _____, and who executed the foregoing Articles of Incorporation and who took an oath and acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid this 12 day of July, 1995.



Jo Anne Dowell
Notary Public

My Commission Expires:

REGISTERED AGENT CERTIFICATE

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

That Designer Deck of Florida, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Delray Beach, State of Florida, has named Roger L. Shaffer, Jr., 2500 N. Military Trail, Suite 270, Boca Raton, Florida 33431 as its agent to accept service of process within the State of Florida.



Roger L. Shaffer, Jr.
Incorporator
Dated:

Having been named to accept service of process for the above stated 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.



Roger L. Shaffer, Jr.
Registered Agent
Dated:

FILED
95 JUL 13 PM 6:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA