

P 960000 34753

Susan Tancer  
18421 SE Old Trail Dr. w.  
Jupiter, FL 33478

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-04/18/96--01079--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. \_\_\_\_\_  
 (Corporation Name) <sup>EFFECTIVE DATE</sup> 4-11-96 (Document #)
2. \_\_\_\_\_  
 (Corporation Name) (Document #)
3. \_\_\_\_\_  
 (Corporation Name) (Document #)
4. \_\_\_\_\_  
 (Corporation Name) (Document #)

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96 APR 18 AM 7:49  
TALLAHASSEE  
FLORIDA

- Walk in       Pick up time \_\_\_\_\_       Certified Copy
- Mail out       Will wait       Photocopy       Certificate of Status

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

F. CHESSEY APR 23 1996

|                     |  |
|---------------------|--|
| Examiner's Initials |  |
|---------------------|--|

ARTICLES OF INCORPORATION  
OF  
THE IDEA EXCHANGE

EFFECTIVE DATE  
11-11-74

The undersigned hereby adopt the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

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5 APR 18 AM 7:49  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the corporation is The IDEA Exchange, Inc.

ARTICLE II - Commencement and Duration

The corporation is to commence it's corporate existence on the date of subscription and acknowledgment of these articles of incorporation and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III - Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - Stated Capital

The corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V - Board of Directors

All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be under the direction of, the board of directors.

Any and all of the powers and duties conferred to or imposed upon the board of directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The name(s) and street addresses of the initial director who shall hold office until their successors have been chosen shall be

| <u>Name</u>  | <u>Address</u>  |
|--------------|---|
| Susan Tancer | 18421 SE Old Trail Dr. West<br>Jupiter, Florida 33478 |

#### ARTICLE VI - Indemnification

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE VII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, but the board of directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the board of directors.

#### ARTICLE VIII - Amendment

These articles of incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for the purpose.

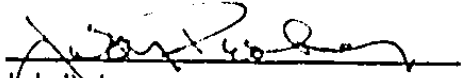
#### ARTICLE IX - Incorporator

The name and address of the Incorporator(s) to these articles of incorporation is:

| <u>Name</u>  | <u>Address</u>  |
|--------------|---|
| Susan Tancer | 18421 SE Old Trail Dr. West<br>Jupiter, Florida 33478 |
| Lisa Caruso  | 18421 SE Old Trail Dr. West<br>Jupiter, Florida 33478 |

Written Acceptance by Registered Agent:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."

  
\_\_\_\_\_  
Judy Pertnoy

ARTICLE X - Initial Registered Office and Agent

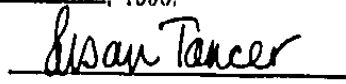
The street address of the initial registered office of the corporation is 1220 Old Okeechobee Road, West Palm Beach, Florida 33401, and the name of the initial registered agent of the corporation at that address is Judy Pertnoy.

ARTICLE XI - Mailing Address and Principal Office

Corporation's principal office and mailing address is:  
The IDEA Exchange, Inc.  
18421 SE Old Trail Drive West  
Jupiter, Florida 33478

FILED  
15 APR 18 AM 7:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, as incorporator(s), hereby execute(s) these articles of incorporation this 11 day of April, 1996.

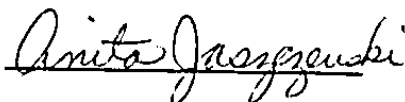
  
\_\_\_\_\_  
Susan Tancer, President

STATE OF FLORIDA  
COUNTY OF PALM BEACH

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Susan Tancer, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 12<sup>th</sup> day of April, 1996 at Palm Beach County, Florida.

My commission expires:

  
\_\_\_\_\_  
Anita Jasczenski



ANITA JASCZENSKI  
My Commission CC513377  
Expires Mar. 29, 2000