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WINNIE & WINNIE
Attorneys at Law

John S. Winnie
Elizabeth A. Winnie

Telephone: 941/434-9766
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August 1, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

000001913330
-08/05/96--01064--019
****122.50 ****122.50

Dear Sir:

Enclosed please find the Original and conformed copy of Articles of Incorporation for Studio of Design, Inc. I have also included a check for \$122.50 for the filing fees. Please accept these Articles of Incorporation and return the conformed copy to me upon acceptance for filing. Thank you for your assistance in these matters.

Sincerely,

Elizabeth Ann Winnie
Elizabeth Ann Winnie

8/6/96
TD

ARTICLES OF INCORPORATION
OF
Studio of Design, Inc.

FILED
MAR 5 1962
CLERK OF DISTRICT COURT
NAPLES, FLORIDA

THE UNDERSIGNED acting as the sole incorporator of a corporation to be formed under the Florida General Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the Corporation is Studio of Design, Inc.

SECOND: The purpose or purposes for which the Corporation is organized are:

To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

THIRD: The aggregate number of shares which the Corporation shall have authority to issue is one thousand (1,000) shares of common stock, and the par value of each such share is one dollar, (\$1.00), amounting to One Thousand Dollars, (\$1,000.00).

FOURTH: The street address of the initial registered office of the Corporation is 1100 5th Ave. S. #211 Naples, FL 34102, and the name of its initial registered agent at such address is John S. Winnie.


FIFTH: The name and address of the sole incorporator is John S. Winnie, 1100 Fifth Avenue South, Suite 211, Naples, FL 34102. The sole incorporator shall have no interest in the corporation other than as organizational attorney and shall serve in such capacity until the adoption of resolutions organizing the Corporation.

SIXTH: Upon the offering or sale by the Corporation for cash of its shares of capital stock, including without limitation,

warrants, subscription rights or options to acquire shares (collectively "convertible securities"), whether out of the number of shares of capital stock now authorized or out of shares of capital stock of the corporation acquired by it after issuance, each shareholder shall have the preemptive right to the fullest extent provided by law and the provisions of these Articles of Incorporation to purchase such shares or convertible securities in proportion to the number of shares held by such shareholder, within the time and on the terms fixed by the Board of Directors of the Corporation.

SEVENTH: The principal office of the corporation shall be located at Suite 107B Gulfshore Square 1400 Gulfshore Boulevard North Naples, Fl. 34102 and its mailing address is the same.

IN WITNESS WHEREOF, The undersigned, being the sole incorporator hereinbefore named, solely for the purpose of forming a corporation under the Florida General Corporation Act has executed these Articles of Incorporation this 1 day of August, 1996.

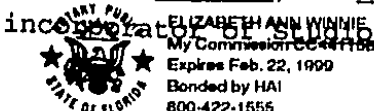

John S. Winnie
Sole Incorporator

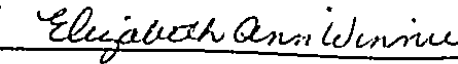
STATE OF FLORIDA)

) ss:

COUNTY OF COLLIER)

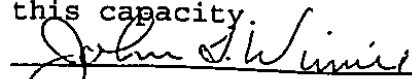
The foregoing instrument was acknowledged before me this 1 day of August, 1996, by John S. Winnie as sole incorporator of Studio of Design, Inc.


ELIZABETH ANN WINNIE
My Commission Expires Feb. 22, 1999
Bonded by HAI
800-422-1555


Notary Public

My commission expires : _____, 199 .

I, John S. Winnie, having been designated to act as Registered agent, hereby agree to act in this capacity.


John S. Winnie

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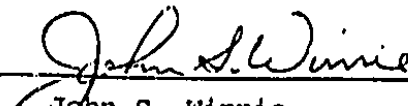
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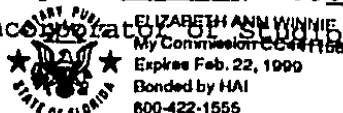

John S. Winnie
Sole Incorporator


STATE OF FLORIDA)

) ss:

COUNTY OF COLLIER)

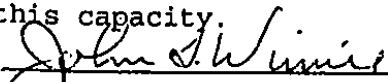
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