CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)
1406 Hays Street, Suite 2

(Address)

OFFICE USE ONLY

Examiner's Initials

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

Other

(Phone #)

(904) 656-3992

Tallahassoo, FL 32301

(City, State, Zip)

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ARTICLES OF INCORPORATION

of

GIFTWARE NORTH AMERICA, INC.



The undersigned, acting as Incorporators, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I NAME

The name of this corporation is GIFTWARE NORTH AMERICA, INC.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE

The principal office and street address of this corporation is 206 North Lake Pleasant Road, Apopka, FL 32703.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$1.00)

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 206 North Lake Pleasant Road, Apopka, FL 32703, and the name of the initial registered agent of this corporation at that address is Glen P. Savill.

ARTICLE V INITIAL BOARD OF DIRECTORS

A. This corporation shall have three (3) directors initially.

B. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

Glen P. Savill

4355 Golden Gem Road Apopka, FL 32712

Bryun F. Nelson

1157 Oak Point Circle Apopka, FL 32712

Debra H. Nelson

1157 Oak Point Circle Apopka FL, 32712

ARTICLE VI INCORPORATORS

The name and address of the Incorporators of this corporation are:

Glen P. Savill

4355 Golden Gem Road Apopka, FL 32712

Bryan F. Nelson

1157 Oak Point Circle Apopka, FL 32712

ARTICLE VII INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VIII PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for a pro rata portion of:

(1) Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the articles of incorporation as originally filed or by any amendment of the articles of incorporation or out of shares of stock of the corporation acquired by it after issuance and whether issued for cash, promissory notes, services, property, or other securities of the corporation;

(2) Any obligation that the corporation may issue or self which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase form the corporation any shares of its stock of any class or classes.

IN WITNESS WHEREOF, the undersigned have executed these Articles on this 3/5/day of July, 1996.

1 understand and accept the duttes and

I understand and accept the duties and responsibilities as registered agent for the above corporation.

GLEN P. SAVILL

Incorporator / Registered Agent

BRYAN F. NELSON

Incorporator

SECRETARY OF STATE STATE

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