

Division of Corporations 409 E. Gaines St. Tallahassee, Fl 32395 (904)487-6052

Subject:

Needham's Customized Pens, Inc., Proposed corporate name

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

(\$122.50)

These documents where prepared by:

M. Nelson Sales Group, Inc. 11601 Bincayne Blvd., Suite 306 N. Miami, Fl 33181 (305)895-7655

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Needham's Customized Pens, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10900 65th Way North Pinellas Park, Florida 34666 33782

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common stock Par Value \$1.00 each

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mr. Michael A. Nelson 11601 Biscayne Blvd., 306 N. Miemi, Florida 33181

ARTICLE V INCORPORATOR (8)

The name(s) and the street address(s) of the incorporator(s) to these Articles of Incorporation is (are):

Probldont:

Winston E. Needham 10900 65th Way North

Pinellas Park, Florida 34666 33782

Vice President:

Winston E. Needham

Troasurer:

Winston E. Needham

Secretary:

Winston E. Needham

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 5th day of August, 1996.

Signature

Signature

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 607.05017, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATION THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Needham's Customized Pens, Inc.

2. The name and address of the registered agent and office is:

Michael A. Nelson M. Nelson Sales Group, Inc., 11601 Biscayne Blvd., Suite 306 Miami, Fl 33181

Having been named the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointments as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performances of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

Signature