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9-9-96

Requestor's Name
Address
City State ZIP Phone

PBR

VALIDATION ONLY

100001948171
-09710796--01079--008
*****122.50 *****122.50

CORPORATION(S) NAME

ShopXpress Inc.

Empire Toll Free: 1-800-432-3028

RECEIVED

56 SEP 10 11:00 00

COMMISSION OF CORPORATIONS

FILED

96 SEP 10 PM 12: 25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- Profit NonProfit () Amendment () Merger
- () Foreign () Dissolution () Mark
- () Limited Partnership () Annual Report () Other
- () Reinstatement () Reservation () Change of Registered Agent
- Certified Copy () Photo Copies () Certificate Under Seal
- () Call When Ready () Call If Problem () After 4:30
- Walk In () Will Wait Pick Up () Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

AB
a/h

ARTICLES OF INCORPORATION

of

ShopXpress Inc.
(name of corporation)

FILED
SEP 10 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ShopXpress Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Barbara J. Galvin		
ADDRESS	2706 S. Horseshoe Drive, Suite 216		
CITY	Naples	FLORIDA	ZIP 34104

The principal office, if known, or the mailing address of the corporation is:

NAME	ShopXpress Inc.		
ADDRESS	2706 S. Horseshoe Drive, Suite 216		
CITY	Naples	FLORIDA	ZIP 34104

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) 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 (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Barbara J. Galvin		
ADDRESS	211 Third Street N.W.		
CITY	Naples	STATE Florida	ZIP 34120
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME Barbara J. Galvin		
ADDRESS 211 Third Street N.W.		
CITY Naples	STATE Florida	ZIP 34120
NAME Daniel L. Galvin		
ADDRESS 211 Third Street N.W.		
CITY Naples	STATE Florida	ZIP 34120
NAME		
ADDRESS		
CITY	STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 9th day of September, 1996.

Barbara J. Galvin (Seal)
Daniel L. Galvin (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
96 SEP 10 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ShopXpress Inc.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 2706 S. Horseshoe Drive, Suite 216
Naples, Florida 34104

has named Barbara L. Galvin
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.

Barbara L. Galvin
(registered agent)