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9/19/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: BRAINSTORMING PRODUCTS, INC.

AUDIT NUMBER.....H96000013114

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

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FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

September 19, 1996

EMPIRE

SUBJECT: BRAINSTORMING PRODUCTS, INC.
REF: W96000019814

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Dana Calloway
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FAX Aud. #: H96000013114
Letter Number: 596A00043412

**ARTICLES OF INCORPORATION
OF
BRAINSTORMING PRODUCTS, INC.**

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96 SEP 19 PM 7:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this Corporation is **BRAINSTORMING PRODUCTS, INC.**

**ARTICLE II
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under Chapter 607 of the Florida Statutes.

**ARTICLE III
STOCK**

This Corporation is authorized to issue 1000 shares of common stock with a par value of \$.01 per share.

**ARTICLE IV
REGISTERED AGENT**

The street address of the initial registered office of this Corporation is 3111 Stirling Road, Fort Lauderdale, FL 33312; and the name of the initial registered agent at that address is Richard H. Breit.

**ARTICLE V
DIRECTORS**

This Corporation shall have two directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws, but shall never be less than one. The names and addresses of the initial directors of this Corporation are Gary C. Coats and Donald L. Gerhardt both of whose address is 821 E. Lisa Lane, Apopka, FL 32703.

RICHARD H. BREIT, ESQ.
FLORIDA BAR NO. 28346
3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
954-955-4111

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**ARTICLE VI
INCORPORATOR**

The name and address of the incorporator of this Corporation is Gary C. Coats, 821 E. Lisa Lane, Apopka, FL 32703.

**ARTICLE VII
ADDRESS**

The principal office and mailing address of the corporation is 821 E. Lisa Lane, Apopka, FL 32703, attn: Gary C. Coats.

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

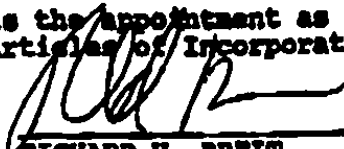
This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of September, 1996.


Gary C. Coats, Incorporator

**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

The undersigned hereby accepts the appointment as registered agent contained in the foregoing Articles of Incorporation.


RICHARD H. BREIT

06 SEP 19 PM 7:30
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TALLAHASSEE, FLORIDA

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