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MARVIN RICHARDS 2400 STONEBROOK DR. HOMOSASSA, Springs, FU 34447 700001956047 -09/25/96--01030--001 *****245.00 *****122.50

MARUIN RICHARDS C/O ARTISTIC SIGNS 4434 E. MRLINGTON INVERNESS, FL 34453

SECRETALLY OF STATE DIVISION OF CORPORATION

96 SEP 23 AH II: 33

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ARTICLES OF INCORPORATION OF

SHAPERS, INC.

ARTICLE I - NAME

The name of this corporation is: SIMPLES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation may engage in any activity of business, for profit or otherwise, permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of single class common stock at no par value to no more than 10 people and issued and transferable only to any natural person.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which s/he already holds, shall have the right to purchase his/her pro rata share at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is:

Marvin Richards

4434 E. Arlington St Inverness, 21 84453

ARTICLE VII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is:

2780 N. Florida Avo. Hernando, FL 34442 (352) 726-4342

ARTICLE VIII - INTITAL BOARD OF DIRECTORS

This Corporation initially shall have one Director. Number, qualifications, manner of admission and removal shall be regulated by the bylaws. The name and addresses of the initial Board of Directors of this Corporation are:

Marvin Richards: 2400 Stonebrook Dr., Homosassa Springs, FL 34448, (352) 628-2995.

ARTICLE IX - INCORPORATORS

The names and addressed of the incorporators signed the Articles as Incorporators and Subscribers are:

Marvin Richards: 2400 Stonebrook Dr., Homosassa Springs, FL 34448,

(352) 628-2995.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 17th day of September, 1996.

Marvin Richards

2400 Stonebrook Dr.

Homosassa Springs, FL 34448

(352) 628-2995

STATE OF FLORIDA: COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this Ath day of September, 1996, by MARVIN RICHARDS, and stated that Marvin Richards has read the above and foregoing Articles of Incorporation of Shapers, . Inc. that he knows its contents and that he understands the contents and who has produced R263-584-45-008-0, as identification and who did take an gath.

JULIA LYNN GRAY
MY COMMISSION # CO 90000
EXPIRES: October 10, 1900
Bonded Thru Notary Public Underwriters

NOTARY PUBLIC JULIA LYNN GRAY COMMISSION NO.

My Commission Expires: .

SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF EMERGENCY MANAGEMENT

The undersigned, Marvin Richards, pursuant to F.S. §607.034(3) hereby accepts the appointment as registered agent of United States Export & Trade, Inc., and states that he is familiar with and accepts the obligations provided for in F.S. §607.325.

Marvin Richards

STATE OF FLORIDA: COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 17th day of September, 1996, by MARVIN RICHARDS, and stated that Marvin Richards has read the above and foregoing Articles of Incorporation of Shapers, Inc. that he knows its contents and that he understands the contents and who has produced R263-584-45-008-0, as identification and who did take an oath.

NOTARY PUBLIC JULIA LYNN GRAY COMMISSION NO.

My Commission Expires:

JULIA LYNN GRAY
MY COMMISSION # CC 30503
EXPIRES: October 10, 1406
Bonded Thru Notary Public Underwhere

SECRETARY OF STATE