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FLORIDA DIVISION OF CORPORATIONS
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FROM: BARNETT, BOLT, KIRKWOOD & LONG	ACCT#: 072731001155
CONTACT: NORMA P DEGUENTHER	
PHONE: (813)253-2020	FAX #: (813)251-6711

NAME: MERCHANDISING MASTERS, INC.
 AUDIT NUMBER.....H97000000958
 DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
 CERT. OF STATUS..1 PAGES..... 3
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ARTICLES OF INCORPORATION
OF
MERCHANDISING MASTERS, INC.

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Merchandising Masters, Inc.

ARTICLE 2

Duration

This corporation shall have perpetual existence, commencing upon filing.

ARTICLE 3

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation is:

12011 Classic Drive
Coral Springs, Florida 33071

Michael D. Miller, Esq.
Barnett, Bolt, Kirkwood & Long
601 Bayshore Boulevard, Suite 700
Tampa, Florida 33606
(813) 253-2020
Fl. Bar #396540

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ARTICLE 4
Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of common stock, each with a par value of one cent (\$.01).

ARTICLE 5
Preemptive Rights

This corporation elects to have preemptive rights.

ARTICLE 6
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 601 Bayshore Boulevard, Suite 700, Tampa, Florida 33606, and the name of the initial registered agent of this corporation at that address is: Michael D. Miller.

ARTICLE 7
Incorporator

The name and address of the sole incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Michael D. Miller	601 Bayshore Boulevard Suite 700 Tampa, Florida 33606

ARTICLE 8
Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from

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time to time in the manner provided in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Sherri A. Miller	12011 Classic Drive Coral Springs, Florida 33071

ARTICLE 9

Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 10

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of January, 1997, and acknowledges that he is familiar with, and accepts, the obligations of registered agent of this corporation.

Michael D. Miller
 Michael D. Miller, Incorporator and
 Registered Agent

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