

P97000003/262

FILED

INGENUITY PRODUCTS, INC.
853 Vanderbilt Beach Road
Suite 5
Naples, FL 34108

97 APR -7 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****70.00 *****70.00

March 11, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

To Whom it May Concern:

Enclosed please find the Articles of Incorporation for Ingenuity Products, Inc. The name, Ingenuity Products, Inc., has been reserved beginning January 16, 1997. The reservation number is R97000000211. Also enclosed is a check in the amount of \$70.00 for the filing fee.

Should you have any questions, please feel free to contact me at the address above.

Sincerely,

INGENUITY PRODUCTS, INC.



Deborah A. Quinn
President

Enc.

4/7/97
6592
2/2/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 21, 1997

DEBORAH A. QUINN
853 VANDERBILT BEACH RD, SUITE 5
NAPLES, FL 34108

SUBJECT: INGENUITY PRODUCTS, INC.
Ref. Number: W97000006592

We have received your document for INGENUITY PRODUCTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 697A00014417

INGENUITY PRODUCTS, INC.

853 Vanderbilt Beach Road

Suite 5

Naples, FL 34108

April 3, 1997

Florida Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

To Whom it may Concern:

Enclosed please find the revised Articles of Incorporation for Ingenuity Products, Inc. as requested by Pamela Hall, Document Specialist.

If you have any further questions, please feel free to contact me at the above address.

Sincerely,

INGENUITY PRODUCTS, INC.



Deborah A. Quinn

President

Enc.

ARTICLES OF INCORPORATION

Ingenuity Products, Inc.

ARTICLE I.

The name of the Corporation is Ingenuity Products, Inc.

ARTICLE II.

The Corporation shall have perpetual existence.

ARTICLE III.

The Corporation is organized for the purpose of any and all lawful business for which Corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

ARTICLE IV.

The Corporation is authorized to issue 500 shares of capital stock having a nominal or par value of \$1.00 per share.

ARTICLE V.

The street address of the principal office and the initial registered office of the Corporation is 853 Vanderbilt Beach Road, Suite 5, Naples, FL 34108 and the name of the initial registered agent of the Corporation at that address is Deborah A. Quinn

ARTICLE VI.

The Corporation shall have (1) one director initially. The number of directors may either be increased or decreased from time to time as determined by the By-Laws, but shall never be less than one (1).

ARTICLE VII.

The name and address of the initial directors of the Corporation are:

Deborah A. Quinn
853 Vanderbilt Beach Road
Suite 5
Naples, FL 34108

President

Deborah A. Quinn
853 Vanderbilt Beach Road
Suite 5
Naples, FL 34108

Vice-President

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TALLAHASSEE, FLORIDA

ARTICLE IX.

The By-Laws of the Corporation may be adopted, altered, amended or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLE X.

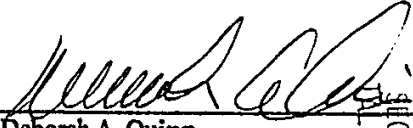
The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE XI.

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Article of Incorporation, 1 day of April, 1997.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Deborah A. Quinn
Registered Agent

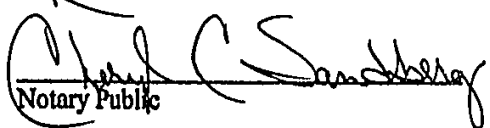
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA)
)
) S.S
COUNTY OF COLLIER)

BEFORE ME, A Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Deborah A. Quinn know to me to be the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal in the State and County named above, this 1 day of April, 1997.


Notary Public

My Commission Expires:



CHERYL O. SANDBERG
My Commission CC537757
Expires Apr. 21, 2000