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4/30/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: PATRIOT NOVELTIES, INC.

AUDIT NUMBER.....H97000007131

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

CERT. OF STATUS..0

PAGES..... 5

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MAY 2 - 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 1, 1997

EMPIRE

SUBJECT: PATRIOT NOVELTIES, INC.
REF: W97000010043

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered agent must be at a Florida street address.

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) 487-6928.

Agnes Lunt
Corporate Specialist

FAX Aud. #: H97000007131
Letter Number: 497A00022783

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ARTICLES OF INCORPORATION

OF

PATRIOT NOVELTIES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statutes hereby adopts the following articles of incorporation.

ARTICLE ONE
CORPORATE NAME

The name of the corporation shall be:

PATRIOT NOVELTIES, INC.

The principal office is:

140 COATES NORTH
HOLBROOK, NY 11741

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 7500 shares, all of which shall be common shares with a \$1.00 par value.

Prepared by:

A.C. Carbone
1001 W. Cypress Creek Road #403
Fort Lauderdale, Florida 33309
(954) 351-0005

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ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 1001 W. CYPRESS CREEK RD. #403, FORT LAUDERDALE, FL 33309 and the name of the initial registered agent as such address is:

ANGELO J. CARBONE

ARTICLE SIX
BOARD OF DIRECTORS

The number of members of the board of directors may be changed from time to time as provided in the by-laws of the corporation as adopted by the stockholders; but, in no event, shall the board of directors consist of less than one (1) member(s) at any time.

ARTICLE SEVEN
INITIAL DIRECTORS

The initial board of directors shall consist of (1) one member who shall hold office until the first annual meeting of the corporation and whose name and address is follows:

ANGELO J. CARBONE
140 COATES NORTH
HOLBROOK, NEW YORK 11741

ARTICLE EIGHT
INCORPORATOR

The name and address of each incorporator executing these articles of incorporation is as follows:

ANGELO J. CARBONE
140 COATES NORTH
HOLBROOK, NEW YORK 11741

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ARTICLE NINE
COMMENCEMENT DATE

The corporation shall be deemed to commence its existence upon the date the charter number is assigned to the corporation by the Secretary of State of Florida.

In witness whereof, I have subscribed my name as incorporator of the corporation this ~~twenty eighth~~ ^{ninth} day of April 1997.

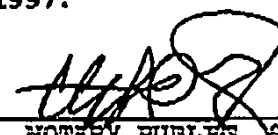

Angelo J. Carbone

STATE OF NEW YORK)
COUNTY OF Suffolk) SS:

Be it remembered that on this day before me, a notary public duly authorized in the state and county named above to take acknowledgements, personally appeared to be the person described as incorporator in the foregoing articles of incorporation, and she acknowledged before me that she executed said articles of incorporation.

Witness my hand and official seal at Suffolk County, New York
This ~~twenty eighth~~ ^{twenty ninth} day of April 1997.

MY COMMISSION EXPIRES:

X 
NOTARY PUBLIC, State of
New York, at large County of Suffolk.
CHRISTOPHER P. ZINSLEY
Notary Public, State of New York
No. 01214937768, Suffolk County
Term Expires October 21, 1997

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**CERTIFICATE OF DESIGNATING REGISTERED
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned
heraby designates Angelo J. Carbone as its registered agent to
accept service to process within this State.

By: *Angelo J. Carbone*
Angelo J. Carbone

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TALLAHASSEE, FLORIDA

The undersigned hereby accepts the foregoing designation as
registered agent for service of process within the State of Florida
and agrees to comply with the provisions of the law applicable to
said designation.

By: *Angelo J. Carbone*
Angelo J. Carbone

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