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ALEXIS PARKER
ATTORNEY AT LAW
2021 HENDRY, SUITE 101
FORT MYERS, FLORIDA 33901

(941) 337-0078

April 22, 1997

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*****78.75 *****78.75

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: Articles of Incorporation

Dear Sir/Madam:

Please process the enclosed Articles of Incorporation for Uttley Products, Inc. The original Articles, one copy, and a check for \$~~122.50~~ are included.
\$ 78.75

Please send the ~~certified~~ copy and acknowledgement to the above address.

Thank you for your kind attention.

Sincerely,

Alexis Parker

Alexis Parker

AAP/hps

Enclosure

MAY 6 1:55B

FILED
97 MAY -2 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
UTTLEY PRODUCTS, INC.

FILED

97 MAY -2 PM 2:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation is Uttley Products, Inc.

ARTICLE II

Duration

The period of existence of the corporation is perpetual.

ARTICLE III

Principal Office and Mailing Address

The principal place of business of the corporation is at 8192 College Parkway, #12, Fort Myers, Florida 33919. The mailing address of the corporation is the same.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 8192 College Parkway, #12, Fort Myers, Florida 33919. The name of the initial registered agent at that address is Todd W. Nugent.

ARTICLE V

Authorized Shares

The corporation is authorized to issue 1,000 shares of common stock.

ARTICLE VI

Directors

The initial board of directors shall consist of 1 member. The names and addresses of the first board of directors are:

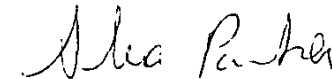
Thomas E. Uttley
1291 Claret Court
Fort Myers, FL 33919

ARTICLE VII

Incorporators

The name and address of the incorporator is Alexis Parker,
2021 Hendry, Fort Myers, Florida 33901.

IN WITNESS WHEREOF, I have executed these articles of
incorporation this 1st day of April, 1997.



Alexis Parker

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

97 MAY -2 PM 2:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is Uttley Products, Inc.
2. The address of the registered office is 8192 College Parkway, #12, Fort Myers, FL 33919.
3. The name of the registered agent at the registered office is Todd W. Nugent.

Dated: 3/11/97

Uttley Products, Inc.

Alexis Parker
Alexis Parker, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 3/11/97

Todd W. Nugent
Todd W. Nugent