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FILED

97 MAY 29 PM 1:51

RECEIVED  
TALLAHASSEE, FLORIDA

INTELLECTUAL PROPERTY  
AND RELATED CAUSES

VIA CERTIFIED MAIL #P 256 618 315

May 27, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-05/29/97--01089--003  
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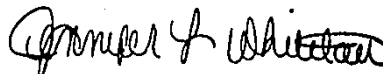
Re: Incorporation - J. Penning Associates, Inc.

Dear Sir or Madam:

I enclose for filing the Articles of Incorporation for J. Penning Associates, Inc. Please file immediately and return the certificate and all other corporate documents to the corporation c/o my office at the above address.

Also enclosed is my law office check for all government, filing, issue and certification fees.

Sincerely,



Jennifer L. Whitelaw

Enclosures - 2

cc: Mr. James E. Penning

QW 5-30-97

**Articles of Incorporation**  
**of**  
**J. Penning Associates, Inc.**

FILED  
97 MAY 29 PM 1:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as incorporator of a corporation under the Florida Business Corporations Act adopts the following Articles of Incorporation of such corporation:

**ARTICLE I**  
**NAME**

The name of the corporation is J. Penning Associates, Inc.

The mailing address is c/o Law Offices of Jennifer L. Whitelaw, 850 Park Shore Drive, Suite 203, Naples, Florida 34103.

**ARTICLE II**  
**CORPORATE DURATION**

The period of its duration is perpetual.

**ARTICLE III**  
**PURPOSES**

The purpose is to market, manufacture, create, and sell artistic designs, decals and other artwork, and any other activity or business permitted under the laws of the United States and Florida.

**ARTICLE IV**  
**CAPITALIZATION**

The Corporation shall have the authority to issue 1,000 shares of common stock with \$1.00 par value.

**ARTICLE V**  
**REGISTERED OFFICE AND AGENT, INCORPORATOR**

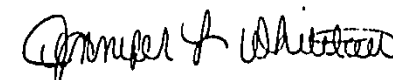
The address of the initial registered office is Law Offices of Jennifer L. Whitelaw, 850 Park Shore Drive, Suite 203, Naples, Florida 34103, and the name of its initial registered agent and incorporator at said address is Jennifer L. Whitelaw.

**ARTICLE VI**  
**DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one, whose name and address is:

James E. Penning, 1374 Chesapeake Avenue, Naples, Florida 34102

Dated: May 27, 1997



Jennifer L. Whitelaw  
Incorporator