TRANSMITTAL LETTER

P98000069029

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

700002605347--5 -08/03/98--01069--011 ****122.50 *****122.50

SUBJECT: Spy Shop Specialties, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00	
Filing Fee	

ADDITIONAL COPY REQUERED

FROM: Spy Shop Specialties, Inc. & Inc.

5201 North Tamiami Trail # 1000

Naples, Florida 33940
City, State & Zip

(941) 430-1620

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Spy Shop Specialties, Inc.

PRINCIPAL OFFICE ARTICLE II

The principal place of business and mailing address of this corporation shall be:

5201 North Tamiami Trail #104, Naples, FL. 33940

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

John Sezonov

5201 North Tamiami Trail #104, Naples, FL. 33940

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

John Sezonov, 5201 North Tamiami Trail # 104 Naples, FL 33940

Signature/Incorporator

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(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated 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

Signature/Registered Agent

7-27-98