

P98000074013
Charter Number Only

1/7/00

Requestor's Name

Address

City

State

ZIP

Phone

VALIDATION ONLY

FILED
00 JAN 10 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Intellibrands Corporation.

() Profit

() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Reinstatement

() Reservation

Articles of
Restatement
☒ Other
() Change of Registered Agent

() Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

C. COULLETTE JAN 10 2000



Empire Toll Free: 1-800-432-3028

**ARTICLES OF RESTATEMENT
OF
ARTICLES OF INCORPORATION
OF
INTELLIBRANDS CORPORATION**

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

ARTICLE I - NAME

The name of the corporation shall be:

INTELLIBRANDS CORPORATION

ARTICLE II - PRINCIPAL OFFICE

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

416 EAST ATLANTIC BOULEVARD
POMPANO BEACH, FLORIDA 33060

ARTICLE III - SHARES

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

ONE HUNDRED MILLION (100,000,000) SHARES
OF ONE MILLICENT (\$.001) PAR VALUE COMMON STOCK.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

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

WAYNE SANTINI
C/O INTELLIBRANDS CORPORATION
416 EAST ATLANTIC BOULEVARD
POMPANO BEACH, FLORIDA 33060

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ARTICLE V – INCORPORATOR

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

CORPORATE CREATIONS INTERNATIONAL INC.
8895 NORTH MILITARY TRAIL, #202D
PALM BEACH GARDENS, FLORIDA 33410-6266

IN WITNESS WHEREOF, the undersigned officer hereby certifies that the board of directors adopted these Articles of Restatement of Articles of Incorporation.

Signature: W. Santini
Wayne Santini - President

Date: 1-6-00

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: W. Santini
Wayne Santini – President
Registered Agent

Date: 1-6-00