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FROM: GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.  
076402003516

ACCT#:

CONTACT: JUDY WRIGHT

PHONE: (941) 514-1000

FAX #:

(941) 514-0377

NAME: ~~KW DESIGNS, INC.~~

Scout designs, Inc.

AUDIT NUMBER.....H98000023426

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

CERT. OF STATUS...0

PAGES..... 3

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## FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

December 17, 1998

GRANT, FRIDKIN, PEARSON, ATEAN &amp; CROWN

SUBJECT: KW DESIGNS, INC.  
REF: W98000028163*We changed  
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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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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All of article III is not legible.

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6919.

Beth Register  
Corporate Specialist SupervisorFAX Aud. #: H98000023426  
Letter Number: 298A00059282

FAX AUDIT # H98000023426

## ARTICLES OF INCORPORATION

OF

SCOUT DESIGNS, INC.

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: SCOUT DESIGNS, INC.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 163 Johnny Cake Drive, Naples, Florida 34110.

ARTICLE III  
SHARES

The authorized capital stock of this Corporation shall consist of 7,500 shares of Common Stock with a par value of \$1.00 per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors but not less than par value. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements or any other lawful form of agreement.

ARTICLE IV  
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

D. KEITH WICKENDEN, ESQUIRE  
Grant, Fridkin, Pearson, Athan & Crown, P.A.  
5551 Ridgewood Drive, Suite 501  
Naples, Florida 34108

D. Keith Wickenden, Esquire  
Grant, Fridkin, Pearson, Athan & Crown, P.A.  
5551 Ridgewood Drive, Suite 501, Naples, Florida 34108  
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ARTICLE V  
INCORPORATOR

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

D. KEITH WICKENDEN, ESQUIRE  
Grant, Fridkin, Pearson, Athan & Crown, P.A.  
5551 Ridgewood Drive, Suite 501  
Naples, Florida 34108

The undersigned incorporator has executed these Articles of Incorporation this 18 day  
of December, 19 98.

A handwritten signature in dark ink, appearing to read "D. Keith W.", is written over a horizontal line.

D. KEITH WICKENDEN, Incorporator

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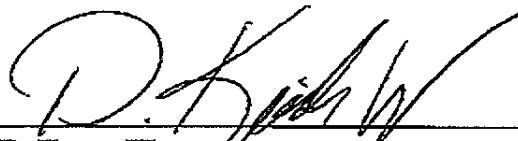
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is: Scout Designs, Inc.
2. The name and address of the registered agent and office is:

D. KEITH WICKENDEN, ESQUIRE  
Grant, Fridkin, Pearson, Athan & Crown, P.A.  
5551 Ridgewood Drive, Suite 501  
Naples, Florida 34108

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.



D. KEITH WICKENDEN

Date: December 18, 1998

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