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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

KEEP OUT DESIGNS & ACCESSORIES, INC.

F. CHESSEER

JAN 12 1999

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF
KEEP OUT DESIGNS & ACCESSORIES, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is **KEEP OUT DESIGNS & ACCESSORIES, INC.**

ARTICLE II - ADDRESS

The address of the principal office and mailing address of the corporation is

**79 NW 108TH TERRACE
PLANTATION, FLORIDA 33324**

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue shall be
1,000 shares of ONE DOLLAR (\$1.00) par value voting common stock.

Prepared by:
Kaufman Rossin & Co.
2699 South Bayshore Drive
Miami, FL 33133-5486
(305) 858-5600

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 79 NW 108TH TERRACE, PLANTATION, FLORIDA 33324 and the name of the initial registered agent of this Corporation at that address is ROBIN S. SELIGSOHN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than ONE (1). The name and address of the initial director of this Corporation is:

ROBIN S. SELIGSOHN
79 NW 108TH TERRACE
PLANTATION, FLORIDA 33324

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

MICHAEL SELIGSOHN
301 YAMATO ROAD, SUITE 2100
BOCA RATON, FLORIDA 33431

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of January, 1999.



MICHAEL SELIGSOHN

CERTIFICATE OF REGISTERED AGENT
OF
KEEP OUT DESIGNS & ACCESSORIES, INC.

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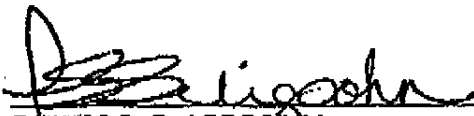
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act.

That KEEP OUT DESIGN & ACCESSORIES, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Plantation, County of Broward, State of Florida, has named ROBIN S. SELIGSOHN as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Dated this 8 day of January, 1999.


ROBIN S. SELIGSOHN