C1001000



ACCOUNT NO. : 072100000032

REFERENCE: -120768

81806A

COST LIMIT :

ORDER DATE: February 2, 1999

ORDER TIME : 2:26 PM

ORDER NO. : 120768-010

CUSTOMER NO:

81806A

Ms. Janenne R. Harger CUSTOMER:

DAVID FRIEDMAN, P.A.

DAVID FRIEDMAN, P.A.

Suite 204

3475 Sheridan Street

Höllywood, FL 33021

EFFECTIVE DATE:

_ ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

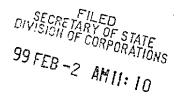
__ CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION

OF

NOVELTIES 'N STUFF; INC.

ARTICLE I - NAME

The name of this corporation is NOVELTIES `N STUFF, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.50 par value common stock which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and the initial registered office is 1935 Stratford Way, West Palm Beach, FL 33409 and the name of the initial registered agent of this corporation at that address is BARBARA S. KERN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors constituting of the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name and address of the initial Board of Directors of this corporation is:

NAME

ADDRESS

BARBARA S. KERN

1935 Stratford Way

West Palm Beach, FL 33409

MEL KERN

1935 Stratford Way West Palm Beach, FL 33409

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles

is:

NAME

ADDRESS

BARBARA S. KERN

1935 Stratford Way West Palm Beach, FL 33409

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the share holders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of December, 1998.

Subscriber

STATE OF FLORIDA

COUNTY OF

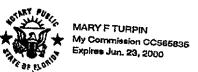
Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared BARBARA S. KERN, who is personally known to me and/or presented brown formally as identification and known by me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this day of December, 1998.

Notary Public

Print Name: Mary F. Turpin

My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST-THAT NOVELTIES 'N STUFF, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF WEST PALM BEACH, STATE OF FLORIDA, HAS NAMED BARBARA S. KERN, LOCATED AT 1935 STRATFORD WAY OF CITY OF WEST PALM BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE X/Jan

TITLE PRESIDENT

DATE 1214198

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY PERFORMANCE OF MY DUTLES.

SIGNATURE >

Resident Agent

DATE 1214198

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