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FLORIDA PROFIT CORPORATION OR P.A.

CHECK-IT-OUT DISPLAYS, INC.

Certificate of Status	0
Certified Copy	0
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W-4604

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ARTICLES OF INCORPORATION
OF
CHECK-IT-OUT DISPLAYS, INC.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE I.
NAME.

The name of the Corporation is: CHECK-IT-OUT DISPLAYS, INC.

ARTICLE II.
DURATION.

The Corporation shall commence its existence upon the filing of these Articles of Incorporation and shall continue perpetually thereafter.

ARTICLE III.
PURPOSE.

This Corporation is organized to perform all and any lawful business activities not prohibited by the laws of the State of Florida.

ARTICLE IV.
PRINCIPAL OFFICE AND MAILING ADDRESS.

The principal office and mailing address of the Corporation is: CHECK-IT-OUT DISPLAYS, INC., 426 S. Military Trail, Deerfield Beach, Florida 33442

ARTICLE V.
CAPITAL STOCK.

The Corporation is authorized to issue ONE THOUSAND (1000) shares of \$1.00 Dollar (\$) par value common stock, which shall be designated "Common Shares".

LAWRENCE A. CAPLEN, ESQ.
SPIVACK AND CAPLEN
12000 BISCAYNE BLVD., SUITE 803
MIAMI, FL 33181
FLORIDA BAR # 400531
305-878-3334
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**ARTICLE VI.
INITIAL REGISTERED AGENT AND OFFICE.**

The initial Registered Agent and the street address of the registered office of the corporation is:

LAWRENCE A. CAPLAN, P.A.
12000 BISCAYNE BLVD., SUITE 803
MIAMI, FLORIDA 33181

**ARTICLE VII.
INCORPORATOR.**

The person signing these Articles of Incorporation is:

LAWRENCE A. CAPLAN, ESQ.
SPIVACK & CAPLAN
12000 BISCAYNE BLVD., SUITE 803
MIAMI, FLORIDA 33181

**ARTICLE VIII.
DIRECTORS**

The initial directors of the Corporation and their addresses are as follows:

JAMES L. CALLAHAN
426 South Military Trail
Deerfield Beach, Florida 33442

CHARLIE THOMAS
713 Sainleaf Avenue
Oldsmar, Florida 34677

**ARTICLE IX.
POWERS.**

The Corporation shall have all of the corporate powers allowed it under Chapter 607, Florida Statutes.

**ARTICLE X.
AMENDMENT.**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE FOR SERVICE OF PROCESS**


In compliance with Sections 607.0501 and 48.091, Florida Statutes, the following is submitted:

That CHECK-IT-OUT DISPLAYS, INC., desiring to organize or qualify under the laws of the State of Florida, has named LAWRENCE A. CAPLAN, P.A., located at 12000 Biscayne Blvd. Suite 803, Miami, Florida 33181, as its Registered Agent to accept service of process within the State of Florida.


LAWRENCE A. CAPLAN, Incorporator

FEBRUARY 23, 1999
DATE

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 the capacity of Registered Agent, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


LAWRENCE A. CAPLAN, P.A.
Registered Agent

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