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6/24 1999

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

600002917506-8  
-06/28/99-01119-007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT: COOLKEYBOARDS CORPORATION.**

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation, a Certificate of Designation of Registered Agent and check in the amount of \$78.75. Please forward a certified copy to the address below.

FROM: Keith P. Levey  
741 North Pine Island Road, Suite 213  
Plantation, Florida 33324

ARTICLES OF INCORPORATION  
OF  
Coolkeyboards Corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the provisions of the General Corporation Laws of the State of Florida, adopts the following Articles of Incorporation for such corporation.

ARTICLE I  
NAME

The name of the corporation is Coolkeyboards Corporation.

ARTICLE II  
EXISTENCE AND DURATION

The period of duration of this corporation is perpetual.

ARTICLE III  
PURPOSES AND POWERS

The purpose for which this corporation is organized is to engage in all lawful business for which corporations may be incorporated pursuant to the General Corporation laws of the State of Florida Chapter 607, Florida Revised Statutes, as amended. In furtherance of lawful purposes, the corporation shall have and may exercise all rights, powers and privileges now or hereafter exercisable by corporations organized under the laws of Florida. In addition, it may do everything necessary, suitable, convenient or proper for the accomplishment of any its corporate purposes.

ARTICLE IV  
CAPITALIZATION

The aggregate number of shares of common stock which this corporation shall have authority to issue is ONE THOUSAND (1,000) shares at par value of one cent (\$.01) per share. Each holder of common stock shall be entitled to one vote for each share of common stock held.

The Directors of the corporation shall have the authority to issue preferred shares of stock, the value and number of which to be determined by the Directors at time of issuance.

There shall be no cumulative voting by shareholders.

The shareholders shall have no preemptive rights to acquire any shares of the corporation.

**ARTICLE V**  
**INITIAL OFFICE AND AGENT**

The address of this corporation's initial registered office 741 North Pine Island Road, Suite 213, Plantation, Florida 33324, and the name of its initial registered agent is Elisa D. Syken.

**ARTICLE VI**  
**PRINCIPLE OFFICE**

The address of the principal office of the corporation is 741 North Pine Island Road, Suite 213, Plantation, Florida 33324. The corporation may maintain offices, agencies, and places of business in any other state in the United States and in foreign countries without restriction as to place, as the Board of Directors may from time to time determine or the business of the corporation may require.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of this corporation is 2. The directors of the corporation may increase the number of directors to a maximum of 3. The name and address of the individuals who are to serve as directors until the first annual meeting of shareholders, or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Keith P. Levey	741 North Pine Island Road, Suite 213 Plantation, Florida 33324
Elisa D. Syken	741 North Pine Island Road, Suite 213 Plantation, Florida 33324

**ARTICLE VIII**  
**INDEMNIFICATION**

As the Board of Directors may from time to time provide in the By-Laws or by resolution, the corporation may indemnify its officers, directors, agents and other persons to the extent permitted by the laws of the State of Florida.

The name and address of the incorporator signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Keith P. Levey	741 North Pine Island Road, Suite 213 Plantation, Florida 33324

Dated this 24 day of JUNE, 1999

Keith P. Levey

STATE OF FLORIDA )  
 )  
COUNTY OF BROWARD )

I, Clarie Coker, a Notary Public, hereby certify that Keith P. Lescay personally known (or proved) to me to be the person whose name is subscribed to the annexed and foregoing Articles Of Incorporation, appeared before me first duly sworn, acknowledged that he signed said Articles of Incorporation as his free and voluntary act and deed for the uses and purposes therein set forth and that statements therein contained are true.

I accordingly have hereunto set my hand and seal this 24 day of June, 1999.

**Notary Public:**

Sign

Print

**State of Florida at Large (Seal)**

My Commission Expires: 11/20/99

CLAYTON GREEN  
My Comm Exp. 11/20/99  
Bonded By Service Ins  
No. CCS10799  
 Personally Known       Other I.D.

**CERTIFICATE OF DESIGNATION  
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 Coolkeyboards Corporation.
2. The name and address of the registered agent and office is:

Elisa D. Syken  
741 North Pine Island Road, Suite 213  
Plantation, Florida 33324

6/21/99  
Date

  
Keith P. Levey  
Director, Coolkeyboards Corporation

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

6-21-99  
Date

  
Elisa D. Syken