

Charter Number Only

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VALIDATION ONLY

Requestor's Name
Marcos E. Maranon
Address
3180 Ponce de Leon Blvd
Coral Gables, Fl. 33134
City State ZIP Phone

STPA

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*****78.75 *****78.75

CORPORATION(S) NAME

Empower Games, INC.

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



Empire Toll Free: 1-800-432-3028

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W.P. Verifier	

MARK C. MAROON, Esq.
2900 SW 58 Avenue
Miami, FL 33155
(305) 661-7784

January 3, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

To Whom It May Concern:

Enclosed are articles of incorporation to be filed for Empower Games, Inc. along with a filing fee check of \$78.75. My clients on this corporation are the same principals, directors and owners as Go Goddess!, Inc. Go Goddess!, Inc. formerly used the name Empower Games, Inc., but changed it on February 24, 1999.


Accordingly, Kelly Werner, the president and director of Go Goddess!, Inc. has signed below giving permission to Empower Games, Inc. to use that name, just in case you have it on hold.

Once you have filed the enclosed Articles of Incorporation for Empower Games, Inc., please forward a certified copy to me in the enclosed self-addressed envelope.

Thank you for your time and assistance.

Very truly yours,


Mark C. Maroon


Kelly Werner, President
Go Goddess!, Inc.

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ARTICLES OF INCORPORATION
OF
EMPOWER GAMES, INC.

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The undersigned incorporator, for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I: CORPORATE NAME

The name of this corporation is:

EMPOWER GAMES, INC.

ARTICLE II: CORPORATE ADDRESS

The mailing address of this corporation is:

4975 S.W. 85th Street
Miami, Florida 33143

The address of the principal office is unknown at this time.

ARTICLE III: NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under law.

ARTICLE IV: CAPITAL STOCK

The maximum number of shares that this corporation is authorized to issue and have outstanding at any one time is three hundred (300) shares of common stock, all of the same class, having a par value of one dollar (\$1.00) per share.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence commencing upon filing of these Articles of Incorporation.

ARTICLE VI: INITIAL REGISTERED AGENT AND OFFICE

The initial Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

KELLY WERNER
4975 S.W. 85th Street
Miami, Florida 33143

The Board of Directors from time to time may move the registered Agent of this corporation to any other office in the State of Florida.

ARTICLE VII: BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws of this corporation, but shall never be less than one.

ARTICLE VIII: INITIAL DIRECTORS

The names of the initial directors of this corporation and their street addresses are:

1.) KELLY WERNER 4975 S.W. 85th Street Miami, Florida 33143	2.) RUTH ROBLES 4975 S.W. 85th Street Miami, Florida 33143
3.) ELAINE BERKOWITZ 4975 S.W. 85th Street Miami, Florida 33143	

The persons named as initial directors shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified.

ARTICLE IX: INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

KELLY WERNER
4975 S.W. 85th Street
Miami, Florida 33143

ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stockholders entitled to vote, unless all the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

THE UNDERSIGNED Incorporator executes these Articles of Incorporation for the purpose of forming a corporation pursuant to the laws of the State of Florida.

Kelley Werner, Pres
KELLY WERNER, Incorporator

Date: JANUARY 3, 2000

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

In compliance with Section 48.091, Section 607.034, and Section 607.0202 (1) (g), Florida Statutes, the following is submitted:

That EMPOWER GAMES, INC. desiring to organize under the laws of the State of Florida, with its corporate mailing address, as indicated in the articles of incorporation at City of Miami, County of Miami-Dade, State of Florida, has named as its Registered Agent to accept service within the State of Florida, KELLY WERNER, located at 4975 S.W. 85th Street Miami, Florida 33143.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above named corporation, at the placed designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Kelley Werner, Pres
KELLY WERNER, REGISTERED AGENT

CERTIFICATE

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TALLAHASSEE FLORIDA