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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SEINFELD VENTURE CORP.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: ALAN GOTTESMAN CPA
Name (Printed or typed)

Bergman, Spiewak, Gottesman & Company
8211 W. Broward Blvd., Suite 440
Plantation, FL 33324

954-321-9991
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SEINFELD VENTURE CORP.

ARTICLE I - NAME

The name of this corporation is Seinfeld Venture Corp.

ARTICLE II - DURATION

The Corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Secretary of State's Office.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue one thousand (1,000) shares of one dollar (\$1.00) par value common stock, which shall be designated as "common shares".

ARTICLE V - INITIAL CORPORATE OFFICE AND REGISTERED AGENT

The street address of the initial corporate office of the corporation is 17400 NE 9th Court North Miami Beach, Florida 33162. The initial name and address of the initial registered agent for the corporation is Ian Seinfeld 17400 NE 9th Court North Miami Beach, Florida 33162.

ARTICLE VI - BY-LAWS

The By - Laws of the Corporation may be adopted, altered, amended or repeal by any Stockholder or Director.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) Director. The number of Directors may be 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 Directors of this Corporation are: Ian Seinfeld 17400 NE 9th Court North Miami Beach, Florida 33162.

ARTICLE VIII - OFFICERS

The Officer of the corporation is: Ian Seinfeld.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE X - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of the Corporation of the same kind, of class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

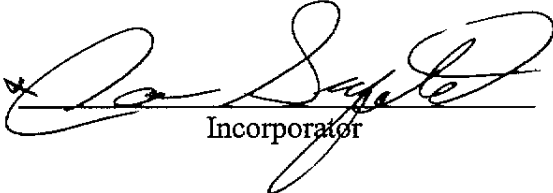
ARTICLE XI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Ian Seinfeld 17400 NE 9th Court North Miami Beach, Florida 33162.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS THEREOF, the undersigned has executed these Articles of Incorporation, this 28th day of January, 2003.

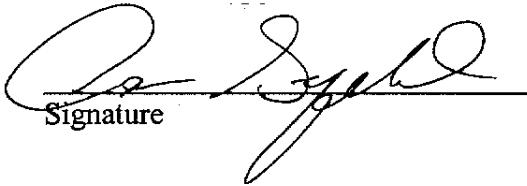

Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT /
REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501 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: SEINFELD VENTURE CORP.
2. The name and address of the registered agent and office is: Ian Seinfeld.
17400 NE 9th Court North Miami Beach, Florida 33162.

Having been named as registered agent and to accept service of the 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.


Signature


Date

DIVISION OF CORPORATIONS, P.O. BOX 6327 TALLAHASSEE, FLORIDA 32314

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