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FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WORLDWIDE WINNERS, INC.

AUDIT NUMBER.....H96000017472

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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CARL A. SCHMITT
BAR: # 171340
File # 7.11053

EMPIRE CORPORATE KIT A

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ARTICLES OF INCORPORATION
OF
WORLDWIDE WINNERS, INC.

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ARTICLE I - NAME

The name of this Corporation is WORLDWIDE WINNERS, INC.

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
100	\$5.00	Common

ARTICLE IV - PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, 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.

Carl A. Schmitt, Esq.
Frank, Schmitt & Frank, P.A.
1666 Kennedy Causeway, Ste 705
North Bay Village, FL 33141
Florida Bar No. 171340
Telephone: (305) 868-4711

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 4313 HOLLYWOOD BOULEVARD, SUITE 208, HOLLYWOOD, FLORIDA 33021, and the name of the initial registered agent of this Corporation is MARIA PINNA.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one. The name and address of the initial Director of this Corporation is:

NAME

MARIA PINNA

ADDRESS

4313 HOLLYWOOD BOULEVARD
SUITE 208
HOLLYWOOD, FL 33021

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles

is:

NAME

MARIA PINNA

ADDRESS

4313 HOLLYWOOD BLVD.
SUITE 208
HOLLYWOOD, FL 33021

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors of the Shareholders.

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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 - AMENDMENT

This Corporation reserves the right to amend, or repeal, any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 12/12 day of December, 1996.

Maria Pinna
MARIA PINNA

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

In pursuance of Chapter 48.091, Florida Statutes, the
following submitted, in compliance with said Act:

That WORLDWIDE WINNERS, INC., desiring to organize under
the laws of the State of FLORIDA with its principal office, as
indicated in the Articles of Incorporation, at the City of
HOLLYWOOD, County of BROWARD, State of FLORIDA, has named MARIA
PINNA, located at 4313 HOLLYWOOD BLVD., SUITE 208, HOLLYWOOD,
FLORIDA 33021 City of HOLLYWOOD, County of BROWARD, State of
FLORIDA, as its agent to accept service of process within this
State.

ACKNOWLEDGMENT:

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 agree to
comply with the provision of said Act relative to keeping open said
office.

BY:

Maria Pinna
MARIA PINNA

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