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LAW OFFICES OF
RICHARD J. DIAZ, P.A.

2701 SOUTHWEST 3RD AVENUE
MIAMI, FLORIDA 33129-2335

RICHARD J. DIAZ
ANA M. SANTISTEBAN

(305) 285-1122
FAX (305) 285-0354

September 16, 1998

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

VIA FEDEX AIRBILL
#802832452700

FILED
98 OCT 26 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: *Southern Girls Promotions, Co.*
Our File No. 98-4262

Dear Sir/Madam:

Enclosed please find the following:

1. Original and one (1) copy of Articles of Incorporation for the above captioned corporation;
2. Original and one (1) copy of Certificate Designating Place of Business or Domicile for the Service of Process Within Florida, Naming the Agent Upon Whom Process May Be Served;
3. Check in the amount of \$122.50 (\$52.50 for certified copy and \$70.00 to file same); and

We would request that you incorporate this corporation and provide our office with a certified copy of the Articles of Incorporation. Please return such copy by federal express (if possible). Our account number is 1364-5587-7. If you require any further documentation or information to process this request, please feel free to contact me.

Very truly yours


Mae van Gils
Legal Assistant

Enclosures

P. Hall
OCT 26 1998

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 21, 1998

RICHARD J. DIAZ, P.A.
2701 SW 3RD AVE
MIAMI, FL 33129-2335

SUBJECT: SOUTHERN GIRLS PROMOTIONS, CO.
Ref. Number: W98000021528

We have received your document for SOUTHERN GIRLS PROMOTIONS, CO. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

You must list at least one incorporator with a complete business street address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 098A00047542

LAW OFFICES OF
RICHARD J. DIAZ, P.A.

2701 SOUTHWEST 3RD AVENUE
MIAMI, FLORIDA 33129-2335

(305) 285-1122
FAX (305) 285-0354

RICHARD J. DIAZ
ANA M. SANTISTEBAN

October 21, 1998

Secretary of State
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Pamela Hall – Document Specialist

VIA FEDEX AIRBILL
#802832452700

RE: *Southern Girls Promotions, Co.*
Your Ref. No. W98000021528
Our File No. 98-4262

Dear Ms. Hall:

My office received your September 21, 1998 letter (a copy is enclosed for your reference) with enclosures. The items have been corrected and enclosed please find the following:

1. Original and one (1) copy of Articles of Incorporation for the above captioned corporation

Your office has acknowledged receipt of the check previously sent to your office in the amount of \$122.50 representing the filing and certified copy fee.

We would request that you incorporate this corporation and provide our office with a certified copy of the Articles of Incorporation. Please return such copy by federal express (if possible). Our account number is 1364-5587-7. If you require any further documentation or information to process this request, please feel free to contact me.

Very truly yours,



Mae van Gils
Legal Assistant

Enclosures

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LAW OFFICES OF
RICHARD J. DIAZ, P.A.

RICHARD J. DIAZ
ANA M. SANTISTEBAN

2701 SOUTHWEST 3RD AVENUE
MIAMI, FLORIDA 33129-2335

(305) 285-1122
FAX (305) 285-0354

October 23, 1998

Secretary of State
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399
Attn: Pamela Hall – Document Specialist

VIA FEDEX AIRBILL
#802832452787

RE: *Southern Girls Promotions, Co.*
Your Ref. No. W98000021528
Our File No. 98-4262

Dear Ms. Hall:

Pursuant to our telephone conversation of yesterday, enclosed please find an original and one of the Certificate Designating Place of Business or Domicile for the Service of Process Within Florida, Naming the Agent Upon Whom Process May Be Served. I apologize for not having sent it sooner, I did not see it in the documents which you returned to this office.

Thank you for your assistance. Please return a copy of the Articles of Incorporation for this corporation by federal express (if possible). Our account number is 1364-5587-7. If you require any further documentation or information to process this request, please feel free to contact me.

Very truly yours,



Mae van Gils
Legal Assistant

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SOUTHERN GIRLS PROMOTIONS, CO.

ARTICLE I - NAME

The name of this corporation is SOUTHERN GIRLS PROMOTIONS, CO.

ARTICLE II - DURATION

This corporation shall have perpetual existence, unless sooner dissolved by law, commencing with the filing of the Certificate with the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Laws of the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue **100** shares of \$1.00 par value common stock, which shall be designated "Common Stock". The Corporation may, from time to time, authorize and/or issue additional shares.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase a pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 2701 Southwest 3rd Avenue, Miami, Florida 33129, and the name of the initial Registered Agent of this Corporation is Richard J. Diaz, P.A. The principal place of business is 6312 S.W. 24TH Street, Miramar, Broward County Florida.

ARTICLE VII - INITIAL BOARD OF DIRECTORS
AND OFFICERS

This corporation shall have four (4) director(s) initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1).

The names of the initial officers and directors of this corporation are:

Victoria Walton 3498 Santa Leta Drive Ellenwood, GA 30294	President and Director
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Sharon Clark 6312 S.W. 24 TH Street Miramar, FL 33023	Vice President and Director
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Chidonna Kardar 2733 Conally Drive Atlanta, GA 30312	Secretary and Director
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Patrice Hector 1839 Arkose Drive Atlanta, GA 30316	Treasurer and Director
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ARTICLE VIII - INCORPORATOR

The name of the incorporator, signing these Articles is:

Sharon Clark
6312 S.W. 24TH Street
Miramar, FL 33023

ARTICLE IX - CUMULATIVE VOTING

At each election for directors, every stockholder entitled to vote at such election shall have the right to accumulate his/her votes by giving one (1) candidate as many votes as the number of directors to be elected at that time multiplied by the number of his/her shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE X - SHAREHOLDER QUORUM AND VOTING

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholder(s).

ARTICLE XI - GREATER VOTING REQUIREMENTS FOR
SHAREHOLDERS WITH RESPECT TO DISSOLUTION

The affirmative vote of fifty-one (51%) percent of the issued shares of this Corporation, entitled to vote thereon shall be required for the authorization of any resolution to dissolve this corporation.

ARTICLE XII - DIRECTORS COMPENSATION

The shareholders of this corporation shall have the exclusive authority to adjust the compensation of officers and directors of this corporation.

ARTICLE XIII - SPECIAL PROVISION

It is the intent if the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S Corporation.

ARTICLE XIV - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by Florida law.

ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, 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 16th day of September, 1998.



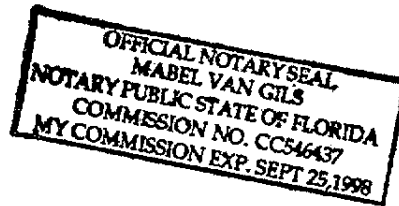
Sharon Clark
Incorporator
6312 SW 24 Street, Miramar,
Florida 33023

STATE OF FLORIDA)
COUNTY OF DADE)

This foregoing instrument was acknowledged before me this 16th day of September, 1998 by Sharon Clark, as incorporator for SOUTHERN GIRLS PROMOTIONS, CO., who

personally appeared before me at the time of notarization and who is personally known to me
or has produced DIA as identification and who (did/did not) take an oath.

NOTARY PUBLIC:
sign: Mabel Van Gils
print: Mabel Van Gils
State of Florida at Large
My Commission Expires:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT SOUTHERN GIRLS PROMOTIONS, CO. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIRAMAR, STATE OF FLORIDA, HAS NAMED RICHARD J. DIAZ, P.A. AS REGISTERED AGENT, LOCATED AT 2701 SOUTHWEST 3RD AVENUE, MIAMI, FLORIDA 33129 AS THE AGENT UPON WHOM PROCESS MAY BE SERVED. THE PRINCIPAL ADDRESS OF THE BUSINESS IS 6312 S.W. 24TH STREET, MIRAMAR, FLORIDA 33023

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Sharon Clark
Sharon Clark
Incorporator

FILED
98 OCT 26 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THIS PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: [Signature]
RICHARD J. DIAZ, P.A.
(RESIDENT AGENT)

DATED: 9/16/98