781PA00

1-904-488-9000 ext 5/phone

TRANSMITTAL LETTER

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

****122.50 *****78.75

DISCOVER INTERNATIONAL MODELING AGENCY, INC. SUBJECT:

(Proposed corporate name - must include suffix)

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

[] \$70.00

[] \$78.75 [X] \$122.50 [] \$131.25

FROM:

RONI ELMAKIES

Name (printed or typed) c/o Mendiguren, Spring & Assc. PA 6301 N.W. 5th Way, Suite 3600 Address

Fort Lauderdale, Florida 33309 City, State & Zip

(954) 938-8808 Daytime Telephone Number

ARTICLES OF INCORPORATION

OF

DISCOVER INTERNATIONAL MODELING AGENCY, INC

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby subscribes and forms a corporation for profit under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:

DISCOVER INTERNATIONAL MODELING AGENCY, INC.

and its principal office and mailing address is: c/o Mendiguren, Spring & Associates, P.A., 6301 N.W. 5th Way, Suite 3600, Fort Lauderdale, Florida 33309.

ARTICLE II - NATURE OF BUSINESS

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

ARTICLE III - CAPITAL STOCK

The total number of shares of capital stock authorized is One Hundred (100), which shares shall have a par value of One Dollar (\$1.00) per share. Such stock shall be issued under the provisions of Section 1244 of the Internal Revenue Code.

Such stock may be issued by the corporation from time to time for such consideration as may be fixed from time to time by the Board of Directors, but at no less than par value.

ARTICLE IV - DIRECTORS

The initial director of this corporation is: RONI ELMAKIES.

ARTICLE V - OFFICERS

The following shall constitute the first officers of this corporation:

RONI ELMAKIES - President, Vice-President, Treasure & Secretary; c/o Mendiguren, Spring & Associates, P.A., 6301 N.W. 5th Way, Suite 3600, Fort Lauderdale, Florida 33309.

ARTICLE VI - TERM OF EXISTENCE

This corporation_shall have perpetual existence.

ARTICLE VII - REGISTERED AGENT

The name and address of the initial registered agent and registered office is: RONI ELMAKIES, c/o Mendiguren, Spring & Associates, P.A., 6301 N.W. 5th Way, Suite 3600, Fort Lauderdale, Florida 33309.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this ______day of February 2000.

PORT ELMAKIES

ELMAKIES

ACKNOWLEDGMENT OF DESIGNATED AGENT:

Having been named to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept to act in this capacity.

STATE OF FLORIDA)
COUNTY OF BROWARD) SS.:

BEFORE ME, the undersigned authority, personally appeared, **RONI ELMAKIES**

to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 2 124 day of February 2000.

Produced ID

January

NOTARY PUBLIC - STATE OF FLORIDA

#1038146

My Commission Expires: //5/200/

Peggy Briggs
Notary Public, State of Florida
Commission No. 600249
My Commission Exp. 01/05/2001

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SECRETARY OF TATE
AND AHASSEE, ELORIDA