

Bruce J. Kirsch
Attorney at Law

P00000027021

The Hallmark Building
3800 South Ocean Drive, Suite 218
Hollywood, Florida 33019

March 15, 2000

(954) 456-0220

(954) 456-0077 Fax

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

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

Re: Clockwork Orange, Inc.

Gentlemen:

Enclosed please find the original and two copies of Articles of Incorporation for the above along with the Registered Agent Designation. I have enclosed my check in the amount of \$78.75 representing your fee as follows:

Filing Fee	\$35.00
Certified copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	\$78.75

Please return one certified and one true copy to the undersigned. Thank you for your cooperation.

Yours truly,

BY: Bruce J. Kirsch
BRUCE J. KIRSCH, ESQUIRE

BJK:jh
enc.
\\clockwork orange\sectyst

PS. PLEASE EXPEDITE AND FEDERAL EXPRESS BACK TO MY OFFICE FOR RECEIPT ON FRIDAY, MARCH 17, 2000. FEDERAL EXPRESS MAILER IS ENCLOSED FOR YOUR CONVENIENCE.

FILED
MAR 16 PM 4:33
TALLAHASSEE, FLORIDA
MAR 16 2000

FILED
00 MAR 16 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CLOCKWORK ORANGE, INC.

The undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

NAME: The name of this Corporation is:

CLOCKWORK ORANGE, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by this Corporation is as follows:

1. The Corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Corporation or to enhance the value of its properties.
3. And further, to borrow or raise money for any purposes of the Corporation, and to secure the same interest, or for other purposes, to mortgage all or part of the property, corporeal or incorporeal rights or franchise of this Corporation now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is FIVE

HUNDRED (500) shares of common stock, having a par value of ONE and No/100 (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL. The amount of capital with which this Corporation will begin business is FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION. This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, pursuant to Section 607.167, Florida Statutes, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE VI

INITIAL PRINCIPAL OFFICE. The street address of the initial Principal Office of this Corporation in the State of Florida shall be:

2030 S. Ocean Drive, Suite 2027
Hallandale, FL 33009

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said Corporation may desire.

ARTICLE VII

BOARD OF DIRECTORS. This Corporation shall have one Director(s) initially. The number of directors may be increased or diminished from time to time by the laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

INITIAL OFFICERS: The names and addresses of the initial Officers and first Board of Directors to these Articles of Incorporation are as follows:

GEORGE SARELIS
2030 S. Ocean Drive, Suite 2027
Hallandale, FL 33009

President/Secretary/
Treasurer/Director

ARTICLE IX

INCORPORATOR. The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

Bruce J. Kirsch, Esquire
3800 S. Ocean Drive, #218
Hollywood, FL 33019

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 to them by the stockholders, and approved at a stockholder's meeting by a majority of the stockholders entitled to vote thereon, unless all of 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.

ARTICLE XI

REGISTERED AGENT: That BRUCE J. KIRSCH, 3800 S. Ocean Drive, Suite 218 Hollywood, FL 33019, is hereby named as Registered Agent for this Corporation, to be its agent and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for CLOCKWORK ORANGE, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping said office open.

Bruce J. Kirsch
BRUCE J. KIRSCH, ESQUIRE
Registered Agent

I, THE UNDERSIGNED, being the original Subscriber to the capital stock hereinabove named for the purpose of forming a Corporation for profit to do business within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set my hand and seal this 15th day of March, 2000.

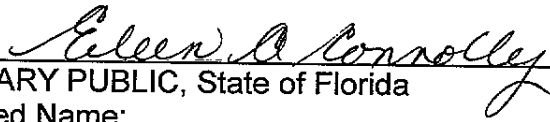
Bruce J. Kirsch
BRUCE J. KIRSCH, ESQUIRE

FILED
00 MAR 16 PM 4:33
CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, appeared BRUCE J. KIRSCH, who is personally known to me or has produced _____ as identification, and who subscribed to the foregoing Articles of Incorporation, and who acknowledged before me that he did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 15th day of March, 2000.


NOTARY PUBLIC, State of Florida
Printed Name:

