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LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 APR - 3 AM 8:50

FILED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR - 3 AM 8:55

RECEIVED

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ELEMENTS OF TIME INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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Certificate of Status

NEW FILINGS	
☒	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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Examiner's Initials

ARTICLES OF INCORPORATION OF

ELEMENTS OF TIME INC.

FILED
00 APR -3 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: ELEMENTS OF TIME INC.

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United State and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase their prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - PRINCIPAL REGISTRATION OFFICE AND AGENT

The principal and registered street address of the office of this corporation is: 5792 SUNSET DR SOUTH MIAMI, FL 33143

The name of the initial Registered Agent of this corporation is:
TAMI AIZENSTAT

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s) initially. The number of directors may be either increased or diminish from time to time by the by-laws, but shall never be less than one (1). The initial director(s) of this corporation is (are):

TAMI AIZENSTAT, PRES., SEC., TRES.

ARTICLE VII - INCORPORATOR

The name and address of the person signing this article is:
TAMI AIZENSTAT
5792 SUNSET DR
SOUTH MIAMI, FL 33143

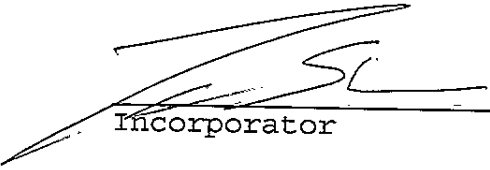
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE IX - BY LAWS

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29 day of March, 2000.



Incorporator

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00 APR -3 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING THE ADDRESS AND AN

AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That ELEMENTS OF TIME INC....., desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed TAMI AIZENSTAT....., as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of ELEMENTS OF TIME INC., to accept service of process for the above state corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 29 day of March, 2000.



Registered Agent